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FLORIDA NON-PROFIT CORPORATION**WEST PASCO DEMOCRATIC CLUB, INC.**

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 1, 2005

YOUR CAPITAL CONNECTION

SUBJECT: WEST PASCO DEMOCRATIC CLUB, INC.
REF: W05000010271

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ARTICLES OF INCORPORATION
for the
WEST PASCO DEMOCRATIC CLUB, INC.
(A Florida corporation not for profit)

The undersigned hereby associate themselves for the purpose of forming a Florida corporation not for profit pursuant to the laws of the State of Florida and Florida Not For Profit Corporation Act, Chapter 617, *Florida Statutes* (hereinafter, the "Act"), and certify as follows:

I. NAME

The name of the Florida corporation not for profit shall be the **WEST PASCO DEMOCRATIC CLUB, INC.**, (hereinafter referred to as "Democratic Club" or "Committee") having its initial principal office located at **4821 U.S. Highway 19, Suite 3, New Port Richey, Pasco County, Florida 34652**, unless and otherwise designated in writing to the Florida Department of State.

II. PURPOSE

The purpose for which the Committee is organized is to provide an entity, pursuant to Section 527 of the Internal Revenue Code, for the operation of a Democratic Club duly chartered under the auspices of the Democratic Executive Committee of Pasco County, Florida, and Florida Democratic Party, which is designated as the **WEST PASCO DEMOCRATIC CLUB, INC.**; for the purpose of supporting democratic candidates for public office, for the purpose of receiving and expending funds on behalf of said candidates and said Committee and for any other lawful purpose not inconsistent with the Act or with any other state or federal law.

The Committee shall make no distribution of income to its members as defined in Article III hereof nor to its Directors or Officers. The Committee shall have perpetual existence unless and until otherwise directed in writing to the Florida Department of State or by operation of law.

III. MEMBERS

A current list of all members of the Committee shall be maintained at the principal office of the Committee designated herein. Upon termination of the Committee, members shall consist of those who were members of the terminated Committee at the time of such termination, their successors and assigns, and the Committee assets shall be disposed of in accordance with the provisions of state election acts. Committee membership shall be nontransferable.

After receiving approval from the Committee, any change in membership of Officers or Directors shall be established by delivery by the Committee to the Department of State of a copy of such amendment as may be required pursuant to Florida Not for Profit Corporation Act, Chapter 617, *Florida Statutes*. The new members who are designated therein shall become members of the Committee upon the filing of such amendment and membership of any prior Officers or Directors shall be terminated.

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IV. TERM

The term of the Committee shall be perpetual or, if the Committee is terminated, the term of the Committee shall end as soon thereafter as the affairs of the Committee can be winded down and concluded.

V. INCORPORATORS

The names and addresses of the incorporators of these Articles of Incorporation are as follows:

<u>Names</u>	<u>Addresses</u>
CHUCK KALOGIANIS	4821 U.S. Highway 19, Ste. 3 New Port Richey, Florida
DARLENE STAFSTROM	4821 U.S. Highway 19, Ste. 3 New Port Richey, Florida

VI. MANAGEMENT

The initial officers designated herein shall administrate the affairs of the Committee. All initial officers shall be appointed and approved by the Committee at its first meeting following the annual meeting of the members of the Committee and shall be elected thereafter in accordance with the by-laws of the Committee.

VII. INITIAL OFFICERS

The names and offices of the officers who will serve until successors are designated are as follows:

<u>Names</u>	<u>Offices</u>
CHUCK KALOGIANIS	President/Chairman
DARLENE STAFSTROM	Vice-President/Vice-Chairwoman
LOUISE ^{HINCKLEY} HINCKLEY	Secretary
MICHAEL UNWIN	Treasurer

VIII. DIRECTORS

A Board of Directors will manage the affairs of the Committee. The number of members of the Board of Directors shall be set forth in the Committee by-laws, but shall in no event be less than three (3).

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Except as provided herein, members of the Board of Directors shall be elected at the annual meeting of the members of the Committee in a manner determined by the Committee by-laws. Board of Director members may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the by-laws of the Committee.

Initial Directors named in these Articles shall serve until the first appointment of Directors is made and any vacancies in their number which occur prior to the first appointments made shall be filled by the remaining Director(s).

The names and addresses of the members of the initial Board of Directors who shall hold office until their successors have been qualified and appointed or until removed are:

NamesAddresses

[PLEASE SEE ATTACHED]

IX. BY-LAWS

The by-laws of the Committee shall be adopted by the Board of Directors named herein and may be altered, amended, or added to at any time by a vote of a majority of the members of the Board of Directors until the first annual meeting of the Committee. Thereafter, the by-laws may be altered, amended, or augmented at any duly noticed meeting of the Committee members in accordance with Committee by-laws.

X. AMENDMENTS TO ARTICLES

Amendments to these Articles of Incorporation shall be proposed and adopted in the following manner:

A. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

B. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by members of the Committee. Board of Director members and Committee members not present in person or by proxy at the meeting considering the amendment may express their approval or disapproval in writing, provided such writing to the Secretary at or prior to the meeting.

C. Proposed amendments will be passed upon approval of the members of the Committee, with the number of votes being cast at said meeting; provided, however, that no amendment shall make any changes in the qualifications for membership, nor the voting rights of members, without approval in writing by all members.

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D. A copy of each amendment shall be forwarded to and certified by the Florida Secretary of State. The Committee shall also notify the Florida Secretary of State of such amendment.

XI. POWERS

The powers of the Committee shall include and be governed by the following provisions:

A. The Committee shall have all the powers of a corporation not for profit that are not in conflict with the terms of these Articles.

B. The Committee shall have all the powers and duties set forth in the Act, and it shall have all of the powers and duties reasonably necessary to operate pursuant to the Committee By-laws as may be amended from time to time including, but not limited to the following:

1. For the operation of a Democratic Club designated as the WEST PASCO DEMOCRATIC CLUB, INC., in Pasco County, Florida, and such other locations as may be designated from time to time;
2. For supporting the candidacy of democratic candidates to public office.
3. For fundraising, political advertising, campaign/convention travel and for all other legitimate Committee activities.
4. For receiving and expending funds on behalf of said Candidate.
5. For the purpose of filing required state and federal Committee forms, Committee finance reports and other documentation as may be required by the Act and other applicable state and federal law;
6. For approval or disapproval of contributions and expenditures;
7. For contracting for the management and operation of the Committee and to delegate all powers and duties of the Committee, except those specifically required to have the approval of the membership of the Committee;
8. For enforcement by legal means the provisions of the Act, these Articles and by-laws of the Committee; to sue for damages caused by third-parties to the Committee; to sue or be sued;
9. For employing personnel to perform the services required for the proper management and operation of the Committee;
10. For purchasing and selling assets, including real, personal, tangible and intangible for reasonable use by the Committee in effectuating its purposes, with

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the expenses incurred in the maintenance and operation of same to be an expense of the Committee;

11. To open bank accounts and other depositories, purchase insurance, invest Committee funds in a manner authorized by state and federal law (where applicable) or obtain loans, mortgages and credit lines in a manner authorized by law;

12. For any other lawful purpose not inconsistent with the Act and other applicable local, county, state or federal law.

XII. INDEMNIFICATION

The Committee shall indemnify every member of the Board of Directors and every officer, his or her heirs, personal representatives and assigns against all losses, costs and expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he may be a party by reason of his being or having been a Director or Officer of the Committee, including reasonable attorney's fees and costs, including those on appeal, except as to matters wherein he shall be finally adjudged in such action, suit or proceeding to be liable for or guilty of gross negligence or willful misconduct. The foregoing rights shall be in addition to, and not exclusive of, all other rights to which such Director or officer may be entitled. The Board may, as and when available, obtain Officers' and Directors' liability insurance and the cost of same shall be deemed an expense of the Committee.

XIII. EFFECTIVE DATE

Notwithstanding the date filed with the Secretary of State hereof, these Articles of Incorporation and the Florida Not for Profit Corporation described herein shall not be effective until March 7, 2005.

XIV. REGISTERED AGENT

The registered Agent to accept service of process within this state for said corporation shall be CHUCK KALOGIANIS and the registered office of the corporation shall be 4821 U.S. Highway 19, Suite 3, New Port Richey, Pasco County, Florida 34652.

Having been named to accept service of process for the above-stated corporation at the place designated herein, I hereby accept responsibility to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

IN WITNESS WHEREOF, the incorporators have hereunto affixed their signatures on this 28 day of Sept., 2004.



Chuck Kalogianis

CAPITAL CONNECTION

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STATE OF FLORIDA)
COUNTY OF PASCO)

The foregoing instrument was acknowledged before me on this 28 day of Sept., 2004, by CIUUCK KALOGIANIS, who is personally known to me.

BC/ARTICLES OF INCORPORATION, WITH



Barbara A. Reich
Notary Public, State of Florida

BARBARA A. REICH

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CAPITAL CONNECTION

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WEST PASCO DEMOCRATIC CLUB
BOARD OF DIRECTORS
2003-2004

OFFICERS

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Phone 727-817-0590
E-mail: constantinekalogianis@msn.com

DARLENE STAFSTROM, VICE PRESIDENT
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Phone 727-815-8218
E-mail: ~~stafst@aol.com~~ orsi 1218 @ aol. c.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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