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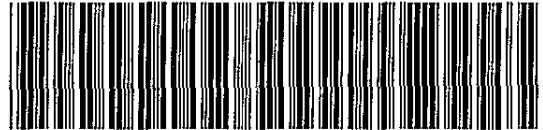
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DIVISION OF CORPORATIONS
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B. McKnight DEC 28 2005



FREEBORN & FREEBORN
ATTORNEYS AT LAW

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FLORIDA BAR CERTIFIED WILLS, TRUST AND ESTATES
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FLORIDA BAR CERTIFIED WILLS, TRUST AND ESTATES
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December 21, 2005

360 MONROE STREET
DUNEDIN, FLORIDA 34698
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Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

**Re: South Dunedin Community Partnership, Inc.
a Not for Profit Corporation**

Dear Sir or Madam:

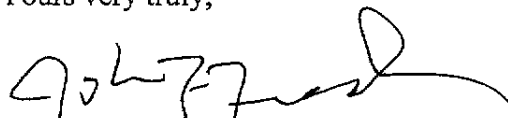
Enclosed are the Articles of Incorporation and Designation of Registered Agent for South Dunedin Community Partnership, Inc., a not for profit corporation.

Also enclosed is our check for \$78.75, covering the following:

Your filing fee	\$35.00
Designation of Registered Agent	\$35.00
Certificate of Status	<u>8.75</u>
Total	<u>\$78.75</u>

Please let us have the Certificate of Status as soon as possible. Thank you for your continued assistance.

Yours very truly,


JOHN F. FREEBORN

JFF:ss:22858
Enclosures

**ARTICLES OF INCORPORATION
OF
SOUTH DUNEDIN COMMUNITY PARTNERSHIP, INC.
A Corporation Not for Profit**

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The undersigned Incorporators to these Articles of Incorporation, natural persons, competent to contract, do hereby form a Corporation not for profit under the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be South Dunedin Community Partnership, Inc.

ARTICLE II

The principal place of business of this Corporation shall be 430 Douglas Avenue, Dunedin, Florida 34698.

ARTICLE III

This corporation is organized as a civic organization, for the purpose of promoting social and recreational wellbeing in the southern portion of the City of Dunedin, within the meaning of section 501(c)(4) Internal Revenue Code (as amended) including, but not limited to, the following:

- A. Promote and expand the arts, culture, historical heritage and recreational opportunities in the southern parts of the City of Dunedin south of Main Street, between Patricia Avenue and Edgewater Drive.
- B. Promote maintenance and aesthetics of property within the area.
- C. Promote crime awareness and coordinating activities with the Pinellas County Sheriff.
- D. Increase awareness of the Dunedin Elementary site and the historical and recreational opportunities it offers.
- E. To exercise those powers granted to corporations not for profit, as stated in Section 617 Florida Statutes.

ARTICLE IV

The corporation is prohibited from doing any of the following:

- A. Permitting any part of its net earnings to inure to the benefit of any individual or corporation, including its members and/or directors.
- B. Paying compensation to any member, officer or director of the corporation or substantial contributor to it, except as is reasonable payment for services actually rendered to or property delivered to or for the corporation.
- C. Engaging in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent Federal Tax Law.

Upon the dissolution or liquidation of this corporation, or upon its ceasing to perform or carry out the purposes for which it was organized, all of its properties and assets, or the proceeds thereof after payment of its indebtedness, shall upon dissolution be distributed to one or more organizations organized and operated exclusively as a corporation not for profit dedicated to civic or recreation activities within the City of Dunedin, as the Board of Directors may deem advisable, subject to the judgment and approval of the Circuit Court of Pinellas County, Florida, that such distribution best accomplish these general purposes.

ARTICLE V

This corporation shall have perpetual existence, unless and until legally dissolved.

ARTICLE VI

1. The operation of this corporation shall be managed by the Board of Directors. The Board of Directors shall consist of not less than five (5) or more than nine (9) members, all of whom shall be members of the corporation. The appointment and election of members of the Board of Directors, as well as the term of office and eligibility for multiple terms, shall be determined under the Bylaws of this corporation.

2. From time to time, ex officio members of the corporation may be appointed by the Board of Directors to perform such duties and to serve for such periods of time as the Board of Directors deem advisable.

ARTICLE VII

Membership in this corporation shall be open to all persons and the Bylaws of the corporation may provide for the respective types of membership and the amount of contributions for each type.

ARTICLE VIII

The names and residences of the subscribers to these Articles of Incorporation are:

Kimberly Holtorf	554 Beltrees Street, Dunedin, Florida 34698
Christine Gummow	460 Helen Street, Dunedin, Florida 34698

ARTICLE IX

The following named officers shall conduct the business of the corporation until the next annual meeting:

Kimberly Holtorf	President
Christine Gummow	Vice President
Patricia Pellegrino	Treasurer
Melody Urso	Secretary

The following named individuals shall serve as the Board of Directors until the next annual election:

Kimberly Holtorf	554 Beltrees Street, Dunedin, Florida 34698
Christine Gummow	460 Helen Street, Dunedin, Florida 34698
Patricia Pellegrino	552 Beltrees Street, Dunedin, Florida 34698
Melody Urso	655 Broadway, Dunedin, Florida 34698
June Kovac Tugman	519 Loudon Avenue, Dunedin, Florida 34698

ARTICLE X

The street address of the initial registered office of the Corporation is: 430 Douglas Avenue, Dunedin, Florida 34698, and the name of the individual registered agent of this Corporation at that address is: Kimberly Holtorf.

ARTICLE XI

The Bylaws of the corporation may be amended, repealed or altered, in whole or in part, by a two-thirds (2/3) vote of the Board of Directors present and entitled to a vote at a properly constituted meeting of the Board at which a majority of the Board members are present, provided that written notice setting forth the purpose of the meeting and containing the proposed amendments, alterations or changes is delivered to each member of the Board at least ten (10) days prior to such meeting.

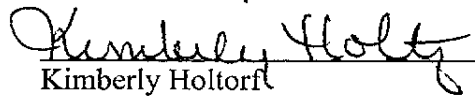
ARTICLE XII


The Articles of Incorporation may be amended or restated by a two-thirds (2/3) vote of all members of the Board of Directors, and such amendment or restatement shall be made at any regular or special meeting duly and regularly called, provided, however, that notice of the proposed amendment or restatement to the Articles of Incorporation must be given to each member of the Board of Directors at least two (2) weeks prior to such meeting.

ARTICLE XIII

There shall be no capital stock in the corporation.

IN WITNESS WHEREOF, THE UNDERSIGNED Incorporators have executed these Articles of Incorporation of South Dunedin Community Partnership, Inc., this 21st day of December, 2005.


Kimberly Holtorf

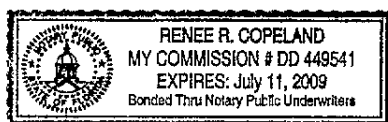

Christine Gummow


STATE OF FLORIDA

COUNTY OF PINELLAS

I hereby certify that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, Kimberly Holtorf, to me personally known and known to me to be the individual described in the foregoing Articles of Incorporation (or who produced FL DL as identification), who took an oath and who acknowledged that this instrument was freely and voluntarily executed for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Pinellas County, Florida, this 9 day of December, 2005.





Notary Public
My Commission Expires:

STATE OF FLORIDA

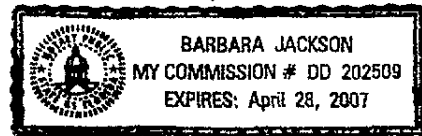
COUNTY OF PINELLAS

I hereby certify that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, Christine Gummow, to me personally known and known to me to be the individual described in the foregoing Articles of Incorporation (or who produced FL DC Lic as identification), who took an oath and who acknowledged that this instrument was freely and voluntarily executed for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Pinellas County, Florida, this 21 day of December, 2005.


Notary Public

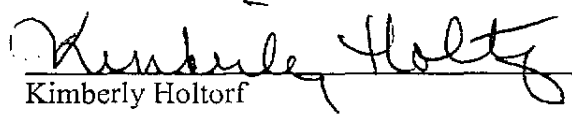
My Commission Expires: 42807



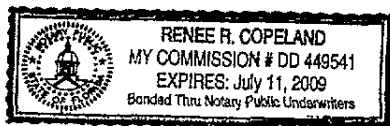
ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

I hereby accept the designation of Registered Agent to accept service of process for the Florida not for profit corporation South Dunedin Community Partnership, Inc. I am familiar with, and accept the obligations of, Section 607.325 of the Florida Statutes.

In witness whereof, the undersigned Registered Agent has executed these Articles of Incorporation of Southern Dunedin Neighborhood Community, Inc., this 9th day of December, 2005.


Kimberly Holtorf
Registered Agent

Renee Copeland
Notary
State of FL
County of Pinellas



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