

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: INTERNATIONAL BROTHERHOOD OF MAGICIANS Ring 258 LAKE COUNTY MAGIC ASSN, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: JAMES MOODY
Name (Printed or typed)

21152 ROYAL ST GEORGES LANE
Address

LEESEBURY FLORIDA 34748
City, State & Zip

(352) 315-1100
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

PLEASE MAKE THE EFFECTIVE DATE
7-1-06

**ARTICLES OF INCORPORATION
OF
INTERNATIONAL BROTHERHOOD OF MAGICIANS
RING 258
LAKE COUNTY MAGIC ASSOCIATION Inc.
=A NOT FOR PROFIT CORPORATION=**

FILED
06 JUL -3 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural persons all being of the age of eighteen years or more, acting as incorporators of a not for profit corporation under the Florida Not for Profit Corporations Act as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such Corporation.

ARTICLE I

Name

The name of the Corporation is International Brotherhood of Magicians Ring 258 Lake County Magic Association, Inc.

ARTICLE II

Duration

The period of duration of this corporation is perpetual.

ARTICLE III

Purposes

The general purpose for which the International Brotherhood of Magicians Ring 258 Lake County Magic Association, Inc. is formed is exclusively within the meaning of section 501(C)(10) of the Internal Revenue Code. The Corporation, a non-partisan organization, will operate primarily to further the common good and general welfare of the Club's members by promoting, perpetuating, preserving and protecting the art of magic and conjuring by the use of slight of hand, manipulation or with specially designed equipment. Accordingly, the Corporation will use all reasonable processes, including public and private training, lectures, mass media, public presentations and shows to achieve and accomplish its purpose.

The mission statement and specific purposes of the Corporation are set forth in the Bylaws. In carrying out its purposes, the Corporation will not engage directly or indirectly in any activity that would prevent it from qualifying as a corporation described in section 501(c)(10) of the Internal Revenue Code.

ARTICLE IV
Limitations/Distributions

At all times the following shall operate as conditions restricting the operations and activities of the Corporation:

- (i) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation, or allowed by the Corporation as a reasonable allowance for authorized expenditures incurred in on behalf of the Corporation and to make payments and distributions in furtherance of the purposes set forth herein.
- (ii) The Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(10) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

ARTICLE V
Registered Office and Agent

The street address of the initial registered office is 21152 Royal St Georges Lane, Leesburg, Florida, 34748. Such office may be changed at any time by the Corporation's Board of Directors without amendment of these Articles of Incorporation. The initial registered agent at such address is James Moody.

ARTICLE VI
Principal Place of Business

The principal place of business of the Corporation is 21152 Royal St Georges Lane, Leesburg, Florida, 34748. The mailing address is: Lake County Magic Association, 21152 Royal St Georges Lane, Leesburg, Florida 34748.

ARTICLE VII

Members

The Corporation shall have voting members distinct from the Board of Directors. Membership is open to those individuals who are willing to agree to the principals of organization and purpose of the Corporation. The qualifications for membership, the manner of admission, the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be set forth in the Bylaws.

ARTICLE VIII

Board of Directors

The supreme authority of the Corporation and the government and management of the affairs of the Corporation shall be at all times exercised, performed, and controlled by the Board of Directors. All the powers, duties and functions of the Board in governing the Corporation shall be defined by state statute and set forth in the Corporation's Bylaws. No Director shall have any right, title, or interest on or to any property of the Corporation.

The number of directors shall be at least five but no more than eleven as fixed from time to time by the Bylaws of the Corporation. Board members will be elected by voting members at the annual meeting. The provisions for annual meetings and the election of Board members shall be set forth in the Bylaws.

The number of Directors serving on this first Board is five and they shall hold office until the first annual meeting of the members. The names and residential addresses of these persons who are to serve as initial directors are:

Jarvis Howell	908 Ventura Drive, The Villages, FL 32159
Allan Konstan	11218 Pine Ridge Road, Leesburg, FL 34788
James Moody	21152 Royal St Georges Lane, Leesburg, FL 34748
William Scavuzzo	10832 Log House Road, Clermont, FL 34711
John Trenkle	1008 Sierra Blanca Court, The Villages, FL 32159

ARTICLE IX

Officers

The Board of Directors shall elect annually from its members the officers of the Corporation. Following the annual meeting or as soon thereafter as convenient, the Directors shall elect a President, a Vice President, a Secretary, a Treasurer and such other officers as deemed necessary which the Bylaws of this Corporation authorize the Directors to elect.

The initial Board of Directors will elect officers who will serve until the annual meeting is held.

ARTICLE X

Bylaws

Provision for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws. The power to alter, amend or repeal the Bylaws or adopt new Bylaws shall be vested in the Board of Directors by a majority vote unless otherwise provided in the Bylaws.

ARTICLE XI

Amending Articles of Incorporation

Amendments to the Articles of Incorporation may be made and adopted by the Board of Directors by a majority vote of the Directors then in office unless otherwise provided in the Bylaws.

ARTICLE XII

Debt Obligations and Personal Liability

No member, officer, or Director of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the members, officers, or Directors be subject to the payment of the debts or obligations of this Corporation.

ARTICLE XIII

Dissolutions

Upon dissolution of this Corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Corporation, to a Not for Profit fund, foundation or corporation which has similar purposes of this Corporation, or shall be distributed to federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principle office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIV

Corporate Existence

The Corporate Existence of The International Brotherhood of Magicians Ring 258 Lake County Magic Association Inc. will begin on the date these Articles of Incorporation are filed.

I, James Moody, do hereby acknowledge and accept appointment as the initial corporate registered agent:

James Moody
JAMES MOODY Signature

In Witness Wherefore, We the Undersigned being the Incorporators of this Corporation have executed these Articles of Incorporation in duplicate this 1ST day of JULY, 2006, and say:

That they are all incorporators herein; that they have read the above and foregoing Articles of Incorporation; know the contents thereof and that the same is true to the best of their knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters they believe to be true.

TREASURER *Jerry Howell*
Jerry Howell, 908 Ventura Drive, The Villages, FL 32159

VICE PRES. *Allen Konstan*
Allen Konstan, 11218 Pine Ridge Road, Leesburg, FL 34788

PRESIDENT *James Moody*
James Moody, 21152 Royal St, Georges Lane, Leesburg, FL 34748

SECRETARY *William Scavuzzo*
William Scavuzzo, 10832 Log House Road, Clermont, FL 34711

SGT. AT ARMS *John Trenkle*
John Trenkle, 1008 Sierra Blanca Court, The Villages, FL 32159

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