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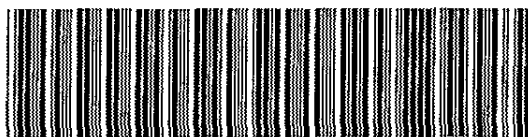
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: NORTH PORT ART ASSOCIATION, 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: ALBERTO CRUZ
Name (Printed or typed)

2756 VOGLER LANE
Address

NORTH PORT FL 34286
City, State & Zip

(941) 626-5058
Daytime Telephone number

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

ARTICLES of INCORPORATION

In compliance with Chapter 617, Florida Statutes. (Not for Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. Name.

1.1- This Florida nonprofit corporation shall be known as the North Port Art Association Inc. herein referred to as the "Association."

ARTICLE II. Place of business.

During its initial stage, the Association will operate from its office, currently located at: 2756 Vogler Lane, North Port Florida 34286, USA. Any change of address in the future will be properly and timely communicated to the proper authorities, to members, and other entities or individuals that might benefit from the information up-date.

ARTICLE III. Purpose: NON-PROFIT ORGANIZATION

3.1- It shall be the purpose of the Association to promote and support the Visual Arts. Our mission will be: to cultivate, promote and encourage community spirit through the arts; to showcase and support artists in their efforts of gaining exposure, and improving and selling their artwork. The Association will be heavily involved in fostering communication vehicles (on-line or off-line) devoted to arts education and appreciation, as well as helping artists promote and sell their artwork. The Association will keep in mind, that children are the most important segment of any community, and that the arts can stimulate their creativity and self-confidence.

3.2- The Association, besides its established purpose and off-line activities, will operate a website for which the following domain names have been registered:
www.NorthPort-Art.com and/or www.NorthPortArt.org.

3.3- The Association shall be a non-profit organization and operated exclusively for educational purposes and for the advancement of the Visual Arts in the area of North Port Florida. No part of its activities shall attempt to influence legislation. No part of the Association income shall inure to the benefit of any member, director, or officer of the Association or any private individual. Reimbursement for expenditures or Market-normal compensation for service rendered shall not be considered distribution of income.

3.4- Upon liquidation, dissolution, or abandonment of the Association, its Board shall, after paying or making provision for the payment of all of the liabilities of the Association, distribute the remaining assets of the Association among such organization or organizations as determined by the board of Directors which are then tax exempt under section 501(c)(3) of the 2006 Internal Revenue Code, or the corresponding provisions of any future United States Internal Revenue Law.

ARTICLE IV. Elections.

The nominating committee, appointed by the President, shall present to the Association in October (annual meeting), a slate of prospect officers; (President, Vice President, Treasurer, Communication chair, Secretary, and other) to be considered for election. Nominations may also be made from the floor. New Directors will be voted in by majority of votes of serving Directors and of Members attending the meeting in which elections will take place. This election meeting will be made of the knowledge of Directors and Members with at least 10 days of anticipation. Elected officers shall serve for two years per office. Calendar year terms.

ARTICLE V. Directors.

5.1- There shall be three directors constituting the initial Board of Directors. The initial Directors appointed for the first term of one year are:

President –Alberto Cruz, 2756 Vogler Lane, North Port Florida 34286
Vice President/Treasurer – Mary Ann Cruz, 2756 Vogler Lane, North Port Florida 34286
Communications - Maria Torroella , 4445 Black Forest Way, Gainesville Florida 32605

5.2- As we expand our membership base in the first few months, we'll be able to identify, recruit and vote in other qualified Directors to serve in the Board.

5.3- The Association shall meet on the second Monday of each month, at 7:00 p.m. at the location currently assigned and listed in the monthly newsletter. All regular business will be taken up at scheduled meetings. In extenuating circumstances, the Board may call a special meeting. A majority of the Board of Directors, including the President or Vice President, shall constitute a quorum at any meetings of said group.

5.4- Duties. The President shall serve as Chief Executive of the Board and will preside over all meetings of the Board and perform duties prescribed by the Board. He shall serve as Chief Executive Officer of the Association and have full supervision over the management of its affairs. He shall preside over meetings, perform acts and duties accorded to an executive officer and sign such papers as may be authorized by the Board.

- The First Vice President will act as treasurer and shall perform all duties of the President during his absence or disability, work as Program Chairman, and assume the Presidency at the end of the term.
- The Second Vice President shall serve a Communication and webmaster Chair.
- The Secretary shall keep records of the meetings of the Board and Guild, and discharge duties pertaining to the office.

5.5- The President and Treasurer are authorized to write checks and drafts on behalf of the Association. The President, with consent of the Association Board, will be authorized to enter contracts on behalf of the Association. This consent will be determined by a majority vote of the quorum present when said contracts are proposed. The Board will approve a yearly budget to cover the cost of Association -related functions. At this time, we don't anticipate for the operating budget of the Association to exceed \$10,000.

ARTICLE VI. Amendments.

Proposed amendments must be presented in writing to the Board ten days before they shall be voted upon. These Bylaws may be amended when necessary by a two-thirds (2/3) majority of the Board of Directors.

ARTICLE VII Registered Agent: Address.

The initial Registered Agent's name and address are:

Mary Ann Cruz
2756 Vogler Lane
North Port Florida 34286

ARTICLE VIII. Incorporator.

The Incorporator's name and address are:

Alberto Cruz
2756 Vogler Lane
North Port Florida 34286

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TALLAHASSEE, FLORIDA

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Mary Ann Cruz
Signature/Registered Agent/ Mary Ann Cruz

Date: 10/10/06

Alberto Cruz
Signature/Incorporator/Alberto Cruz

Date: 10/10/06