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FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 13, 2006

BREVARD COUNTY FAIR, INC.
3695 LAKE DRIVE
COCOA, FL 32926

SUBJECT: BREVARD COUNTY FAIR, INC.
Ref. Number: W06000049513

We have received your document for BREVARD COUNTY FAIR, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A non-profit corporation cannot have stock as you have stated in article x.,

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6955.

Suzanne Hawkes
Document Specialist
New Filing Section

Letter Number: 406A00066434

COVER LETTER

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

SUBJECT: Brevard County Fair, 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: Brevard County Fair, Inc.

Name (Printed or typed)

3695 Lake Drive

Address

Cocoa, FL 32926

City, State & Zip

(321) 633-1702

Daytime Telephone number

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

CERTIFICATE OF INCORPORATION
OF
BREVARD COUNTY FAIR, INC.

FILED
06 NOV 13 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 616, Florida Statutes, We, the undersigned incorporators, being residents and qualified electors of Brevard County, Florida, hereby associate ourselves together and make, subscribe and acknowledge this CERTIFICATE OF INCORPORATION for the purpose of forming a corporation, not for profit, in accordance with the laws of the State of Florida.

ARTICLE I. - NAME

The name of this corporation shall be "BREVARD COUNTY FAIR, INC." and its principal office is located at 3695 Lake Drive, Cocoa, Fl 32926. The Board of Directors may from time to time move the principal office to any other address in Brevard County, Florida.

ARTICLE II. - PURPOSE

The Corporation is formed for the sole purpose of conducting and operating public fairs or expositions. The general nature, objects and purposes proposed to be transacted by this corporation shall be:

-
- (a) To conduct and operate public fairs and/or expositions for the benefit and development of the public and private educational opportunities, agricultural, horticultural, livestock, marine and other recourses of the State or any other County or Counties of the State, and the association is incorporated for this sole purpose.
- (b) To conduct, hold and operate State, District, County, family and consumer science demonstrations, agricultural, horticultural, marine or other Fairs or Expositions as set out according to Florida Statute 616; To hold, conduct and maintain midways and operate public demonstrations for handicraft and educational projects; To conduct and hold public meetings; To supervise and conduct lectures and all kinds of demonstration work in connection with or for the improvement of Extension Homes, demonstrations, agricultural and horticultural or marine work and matters connected therewith. Also, to hold exhibits of family and consumer science demonstrations, agricultural and horticultural and marine products and to give certificates or diplomas for excellence.
- (c) To buy, lease, acquire and occupy lands and to erect buildings and improvements of all kinds thereon and to develop same and to sell, mortgage, lease or convey said property or any part thereof, in its discretion from time to time, and to sell or rent spaces for exhibitions or other privileges.

- (d) Generally, to do, perform and carry out all matters, acts and business, usual and proper in connection with State, District or County Fairs or Expositions, and
- (e) To do any and all things permitted corporations not for profit and permitted to be done under the laws of the State of Florida. This Corporation is established as an IRS 501(c) (3) Educational organization as are other Fairs in Florida for educational purposes and will operate accordingly.

It is hereby expressly provided that the foregoing enumerations shall not be held to limit or restrict in any manner the powers of the corporation.

ARTICLE III. – MEMBERS

The qualifications and terms of members and the manner of their admission or expulsion, are as follows: Any reputable person who is a citizen of the United States of America may become a member of the corporation and shall be admitted to membership upon payment of annual membership fee determined from time to time, by the Board of Directors of the Association. Members may be expelled for failure to pay annual membership fees and for failure to retain their reputable status at any annual meeting or at any special meeting called for that purpose, upon the vote of $\frac{3}{4}$ (three fourths) of the members present, provided such member has been notified, by registered mail, at least ten (ten) days in advance of such contemplated action.

ARTICLE IV. - TERM

The CORPORATION shall have perpetual existence.

ARTICLE V. – INITIAL SUBSCRIBERS

The names and residences of the Charter subscribers are as follows and each is a bona fide resident of Brevard County, Florida:

Jim Adamson
1268 St. Andrews
Rockledge, FL 32955

Laurel Merrill
1020 Chase Hammock Road
Merritt Island, FL 32953

Bill Barnes
310 5th Avenue
Indialantic, FL 32903

Mac Osborne
300 Delannoy Avenue
Cocoa, FL 32922

Tom Bartosek
2725 Judge Fran Jamieson Way
Viera, FL 32940

Tom Palermo
P. O. Box 419000
Melbourne, FL 32941

Bill Cannon
4645 Pine Street
Cocoa, FL 32926

Bob Pittman
1240 US Highway 1, Suite 3
Rockledge, FL 32955

Bud Crisafulli
5525 N. Courtenay Parkway
Merritt Island, FL

Connie Ramsey
P. O. Box 2996
Titusville, FL 32781

Sharon Dolan
2395 Maple Street, West
Melbourne, FL 32904

Randy Rodriquez
4742 Brookhaven Street
Port St. John, FL 32927

Jim Fletcher
3695 Lake Drive
Cocoa, FL 32926

Janice Scholz
2700 Judge Fran Jamieson Way
Viera, FL 32940

Joyce Forino
455 Outer Drive
Cocoa, FL 32926

Billy Kempfer
8053 Ocean Prairie Lane
Melbourne, FL 32904

Barry Liford
3635 Hield Road
Melbourne, FL 32904

Todd "Tex" Loadholtz
4901 Banana Avenue
Cocoa, FL 32926

Lowell Loadholtz
111 Briarwood Lane
Cocoa, FL 32926

Giles Malone
500 Friday Road
Cocoa, FL 32926

Les Manns
970 Somerset Lane
Melbourne, FL 32940

Tom Schuller
5475 Oxen Trail
Rockledge, FL 32956

Frank Sullivan
P. O. Box 10
Cocoa, FL 32923

Laurilee Thompson
1475 Garden Street
Titusville, FL 32796

Lois Thornton
504 A Lane
Cocoa, FL 32926

Deb Vargas
420 Deb Lane
Merritt Island, FL 32952

Donald Vargas
641 Clearlake Road
Cocoa, FL 32922

Larry Weber
1620 Adamson Road
Cocoa, FL 32926

ARTICLE VI. - DIRECTORS

The affairs of this corporation shall be managed by a President, a Vice-President, a Treasurer, a Secretary, and a Board of Directors of not less than five nor more than eleven, and by such other officers and agents as may be elected or appointed from time to time. The annual meeting of the members of this corporation shall be held in the month of May each year on a day and hour to be determined by the Board of Directors. Special meetings of the members may be called at any time by the President of the Board of

Directors. The members shall elect a Board of Directors at each annual meeting to hold office for the ensuing year, and the Board of Directors as elected shall hold a meeting as soon thereafter as possible and shall elect at such meeting the officers of this corporation who shall hold office for the ensuing year. The Board of Directors shall have the power to appoint an Executive Committee which shall have all the powers usual to such committees. All officers shall continue in office until their successors have been elected and have assumed office. In case any office of this corporation becomes vacant, the Board of Directors shall fill such vacancy for the remainder of the unexpired term.

ARTICLE VII. - OFFICERS

The affairs of the Corporation shall be directed by Tom Bartosek, President; Tom Schuller, Vice President; Joyce Forino, Treasurer and Jim Fletcher, Secretary until the election of the Board of Directors under the proposed charter.

ARTICLE VIII. – BY-LAWS

The by-laws of the Corporation are to be made by the members and may be altered, amended, or rescinded by a majority vote of the said membership present and voting at any meeting.

IN THE EIGHTEENTH JUDICIAL CIRCUIT COURT
IN AND FOR BREVARD COUNTY, FLORIDA

FILE NO: 05-2006-CA-048817-XXXX-XX
JUDGE BRUCE W. JACOBUS

IN RE: THE CHARTER OF
BREVARD COUNTY FAIR, INC.

ORDER GRANTING PETITION FOR APPROVAL OF THE CHARTER
OF BREVARD COUNTY FAIR, INC.

THIS CAUSE having come to be heard on October 31, 2006, upon the Petition for Approval of the Charter of Brevard County Fair, Inc., and the Court having heard argument of counsel and being fully advised in the premises, the Court finds as follows:

1. The Charter of Brevard County, Fair, Inc. is in proper form, is properly sworn to, and has the primary object of public service.

IT IS THEREFORE ADJUDGED that:

1. The Petition for Approval of the Charter of Brevard County Fair, Inc. is hereby GRANTED.
2. The Court hereby decrees that the subscribers under the charter are incorporated as Brevard County Fair, Inc. for the objects and purposes and with the powers therein specified under the charter.

ORDERED in Chambers, Brevard County, Florida, this 31st day of October 2006.

ORIGINAL SIGNED BY
JUDGE BRUCE W. JACOBUS

BRUCE W. JACOBUS
Circuit Judge

In re: The Charter of Brevard County Fair, Inc.

Copy furnished to:

Joseph E. DeLeo, Esq.

ARTICLE IX. - DISSOLUTION

Upon the dissolution or liquidation of the Association, whether voluntary or involuntary, all of its funds and other assets remaining after payment of all costs and expenses of dissolution or liquidation shall be distributed and paid over entirely and exclusively to organizations which have qualified for exemption under Section 501(c) (3) of the Internal Revenue Code of 1954, or to the federal government, or to a state or local government, for a public purpose. None of the funds or assets and none of the income of the Association shall be paid over, distributed to or inure to the benefit of any member, officer or director of the Association or any other private individual.

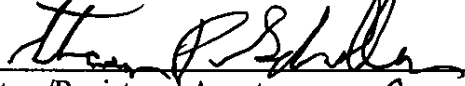
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and address of

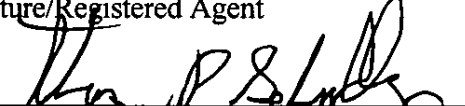
Tom Schuller, 3695 Lake Drive, Cocoa, Florida 32926

INITIAL REGISTERED AGENT AND STREET ADDRESS

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.


Signature/Registered Agent

11/8/06
Date


Signature/Incorporator

11/8/06
Date