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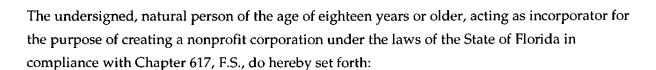
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Articles Of Incorporation Of

MANATEE SARASOTA CARNIVAL, INC.

A NONPROFIT CORPORATION



- Article I The name of the corporation is Manatee Sarasota Carnival, Inc.
- Article II The principal place of business and mailing address of this corporation is: 5720 Manatee Ave. W., Bradenton, FL 34209
- Article III The purposes for which the corporation is organized are:
 - a. <u>Manatee Sarasota Carnival, Inc.</u> organized for exclusively religious, charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under said Section 501(c)(3) of the Internal Revenue Code of 1986.
 - b. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.
 - c. No part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.
- Article IV The board of directors of the corporation shall be elected or appointed in the manner and for the terms provided in the Bylaws.
- Article V The names, addresses and titles of Directors / Officers are:

 David Makymen, President, 3637 2nd Ave. S., St. Petersburg, FL 33711

 Brandice Waters, Secretary, 802 71st NW, Bradenton, FL 34209

 Ethelene Moore, Director, 9405 17th Ave. NW, Bradenton, FL 34209

'Article VI The address of the initial registered office of the corporation is <u>5720 Manatee Ave. W., Bradenton, FL 34209</u>

and the name of the corporation's original registered agent at such address is <u>Ethelene Moore</u>

Article VII The name and address of the incorporator is as follows:

Ethelene Moore, 5720 Manatee Ave. W., Bradenton, FL 34209

Article VIII This corporation will not have members.

Article IX No part of the net earnings of the corporation shall inure to the benefit of any officer or director of the corporation; and upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of the residual assets of the corporation exclusively for exempt purposes of the corporation in such manner, or to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any future Internal Revenue Code. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, for such purposes or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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.

Ethelene Moore	3-14-07		
Signature/Registered Agent	Date		
Ethelene Moore			
othelene Moore	3-14-07		
Signature/Incorporator	Date		
Ethelene Moore			

TRANSMITTAL LETTER

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

SUBJECT:	MANATEE SARASOTA (PROPOSED CORPORATE N		E SUFFIX)	
Enclosed is an origin	al and one (1) copy of the arti	cles of incorporation a	nd a check for:	
S70.00 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:	Ethelene Moore Name (Printed or typed)			
5720 Manatee Ave. W. Address				
	Bradenton, FL 34209 City, State	te & Zip		
	(941) 795-2200			

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

Daytime Telephone number