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COVER LETTER

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

SUBJECT: Sunny Hills Songs of the South Music & Art Festival, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

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

| S70.00 Filing Fee | \$78.75 Filing Fee & Certificate of Status | Filing Fee & Certified Copy | \$87.50 Filing Fee, Certified Copy & Certificate |
|-------------------------------------|--|--------------------------------|--|
| | • | ADDITIONAL COP | Y REQUIRED |
| | | | |
| FROM: | Janet R. Jones Name (Prin | ted or typed) | |
| | 3941 Gates Avenue | dress | |
| Chipley, FL 32428 City, State & Zip | | | |
| | 850 814-4548 | • | |
| | Daytime Tele | phone number | |

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

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profige CRETARY OF STATE TALLAHASSEE, FLORIDA.

<u>ARTICLE I – NAME</u>

The name of the corporation shall be: Sunny Hills Songs of the South Music & Arts Festival, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 3941 Gates Avenue, Chipley, Florida 32428.

ARTICLE III – PURPOSE

The purpose for which the corporation is organized is: To host an annual music and arts festival celebrating the native culture of Northwest Florida through music, arts & crafts, and storytelling.

The corporation is organized exclusively for charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV – MANNER OF ELECTION

The manner in which the directors are elected or appointed shall be in accordance with the By-laws of the corporation.

ARTICLE V - INITIAL DIRECTORS AND/OR OFFICERS

The names, addresses and specific title(s) are as follows:

Betty Cartee, Director 1807 Ulmer Drive Chipley, FL 32428

Amanda Broadfoot, Director 1631 Velvet Drive Chipley, FL 32428

Diane Vitale, Director 1685 Ross Court Chipley, FL 32428 Jean Pitzer, Director 4548 Highway 77 Chipley, Florida 32428

David Broadfoot, Director 1631 Velvet Drive Chipley, FL 32428

Jay Felsberg 1364 North Railroad Avenue Chipley, FL 32428

Margaret Duerbeck, Director 1754 Salem Drive Chipley, FL 32428

Janet R. Jones, Director 3941 Gates Avenue Chipley, FL 32428

Cathy Langworthy, Director 4172 Challenger Blvd. Chipley, FL 32428

Lynn Zanetic 3912 Helmly Court Chipley, FL 32428

ARTICLE VI – INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida Street address of the registered agent is: Janet R. Jones, 3941 Gates Avenue, Chipley, FL 32428.

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is: Janet R. Jones, 3941 Gates Avenue, Chipley, FL 32428.

ARTICLE VIII – EARNINGS AND ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall

be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE XI – DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax doe, or shall be distributed to the 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 a Court of Competent Jurisdiction of the county in which the principal 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.

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

Signature/Incorporator

Date

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