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ZOOT DEC TO PM 4: 47
SECRETARY OF STATE.
TALLAHASSEF

12,12-10

COVER LETTER

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

SUBJECT: 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

\$87.50

Filing Fee & Certified Copy

Filing Fee, Certified Copy

& Certificate

ADDITIONAL COPY REQUIRED

FROM: Dennis B. Short
Name (Printed or typed)

2955 Gobblee Rope

Minorio burg FL 32067

904-928-8849 Daytime Telephone number

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

FILED

2007 DEC 10 PM 4: 47

Certificate of Incorporation Of

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Department of the Gulf, Incorporated

First: The name of this corporation is; Department of the Gulf, Incorporated

Second: The Corporation's registered and principal office in the State of Florida is to be located 34740 Chancey Road, City of Zepheryhills in the State of Florida, 33541 The registered agent in charge is Donald D. Bowman and is located at the same address.

Third: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to do any and all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world via: This is a non-stock, non-profit corporation. The purpose of the corporation is to engage in any lawful act or activity for which nonprofit corporations may be organized under the General Corporation Law of Florida.

This Corporation shall exist in perpetuity unless dissolved.

Said corporation is organized exclusively for educational purposes, including, for such purposes, the making of distributions of organizations that qualify as exempt organizations under Section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), to wit:

This corporation is organized for the continued enhancement of education and providing living history events pertaining to, but not limited to, the history of the American Civil War otherwise known as the American War Between the States.

Fourth: The Corporation shall not have any capital stock and the conditions of membership shall be stated in the Bylaws.

Fifth: The name and mailing address of the incorporator is:

Donald D. Bowman, located 34740 Chancey Road, City of Zepheryhills in the State of Florida, 33541

Sixth: The Board of Directors shall be the individual Company officers, as elected by their constituents. As additional Companies are added or deleted, their respective officers will be added to, or deleted from, the Board of Directors.

- 1. Donald D. Bowman, 34740 Chancey Road, City of Zepheryhills, Florida, 33541
- 2. Skip Fletcher, 3680 Fletch Haven Drive, Tarpon Springs, FL., 34688
- 3. Jay Welch, 4421 N.W. 32nd St., Jennings, FL., 32053
- 4. Dennis Short, 2955 Gobbler Rd., Middleburg, FL., 32068
- 5. Chris Ellrich, 212 Ridgeland Rd., Tallahassee, FL., 32312
- 6. Willie Evans, 16852 Le Clare Shores, Tamps, FL., 33624

Seventh: The activities and affairs of the corporation shall be managed by a Board of Directors. The number of directors which shall constitute the whole Board shall be such as from time to time shall be fixed by, or in the manner provided in, the Bylaws, but in no case shall the number be less than three. The directors need not be members of the corporation unless so required by the Bylaws or by Statute. Members in this Corporation will be defined by the Bylaws. The Board of Directors shall be elected by the members, as defined by the Bylaws, at the annual meeting of the Corporation to beheld on such date as the Bylaws may provide and shall hold office until their successors are respectively elected and qualified. The Bylaws shall specify the number of directors necessary to constitute a quorum. The Board of Directors may, by resolution or resolutions passed by a majority of the whole Board, designate one or more committees which, to the extent provided in said resolution or resolutions or in the Bylaws of the Corporation, shall perform its duties under the direction of the Board of Directors. The Directors of the Corporation may, if the Bylaws so provide, be classified as to term of office.

The Corporation may elect such officers as the Bylaws may specify, subject to the provisions of the Statute, who shall have titles and exercise such duties as the Bylaws may provide. The Board of Directors is expressly authorized to make, alter, and repeal the Bylaws of this corporation. This corporation may in its Bylaws confer powers upon its Board of Directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by the Statute. This is true, provided that the Board of Directors shall not exercise any power of authority conferred herein or by Statute upon the members.

Eighth: Meetings may be held outside the State of Florida, if the Bylaws so provide. The books of the corporation may be kept (subject to any provisions contained in the Statutes) outside the State of Florida at such place or places as may be from time to time designated by the Board of Directors.

Ninth: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its members, directors, 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 purpose set forth in Article Three hereof. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda, or otherwise attempting to intervene in (including the publishing or distribution of statements) any of these articles.

Tenth: 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Eleventh: Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, as to such organization or organizations and operated exclusively for charitable, educational purposes as shall at the time qualify as an exempt organization under Section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Law) as the Board of Directors shall determine. Assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations.

Twelfth: The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by the Statute, and all rights conferred upon members herein are granted subject to their reservation.

Twelfth: Directors of the Corporation shall not, be liable to either the Corporation or its members for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the Corporation; (2) acts or omissions not in good faith or which involve intentional misconduct to a knowing violation of law; (3) a transaction from which the director derived an improper personal benefit.

Thirteenth: The name and mailing address of the Initial Registered Agent is: Donald D. Bowman, 34740 Chancey Road, City of Zepheryhills, Florida, 33541

I, THE UNDERSIGNED, being the incorporators hereinbefore named, for the purpose of forming a nonprofit corporation pursuant to Chapter 1 of Title 8 of the State of Florida, do make this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand this

Day of Secon box 2007 A.D.

Donald D. Bowman, Incorporator / Registered Agent

Having been named as registered agent do state and affirm, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

2007 DEC 10 PK 4:47