

NO 7620

NORTH SHORES IMPROVEMENT ASSOCIATION, INC.

"A WATERFRONTS FLORIDA COMMUNITY"
120 Meadow Avenue, St. Augustine, FL 32084
904-827-1922

FILED
06 OCT 30 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

by Federal Express airbill # 813523404014

27 October 2000

Ms. Karen Gibson
Florida Department of State
Division of Corporations, Amendment Section
409 East Gaines Street
Tallahassee, FL 32399
850-487-6880, fx: 487-6897

transmitted by:
C.A. Sacha Martin, Secretary
(904) 824-1212

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Dear Ms. Gibson:

re: **North Shores Improvement Association, Inc.**
a Florida Not For Profit Corporation
FEIN: 59-3593071 Document # N 07620
Restated Articles of Incorporation
of October 26, 2000

Thank you for your kindness in answering questions, for reviewing documents, and for giving us the benefit of the expertise you have.

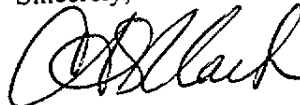
As an all-volunteer organization, some administrative duties which are as important as this filing are difficult for us. Our country is as strong as it is in part because of the many dedicated volunteers in organizations like ours who strive to increase our quality of life at as many levels as possible and for as many people as possible. Therefore we are grateful for the part you have been able to play to help this process along.

We are grateful to have benefited from your dedication and helpfulness, which has gone beyond the call of duty.

The Florida Division of Corporations is fortunate to have such a valuable, knowledgeable associate.

Your efforts are very much appreciated.

Sincerely,



North Shores Improvement Association, Inc.
by Carol Ann Sacha Martin, Secretary

Restated
Art
9/28/00

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61.25

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C.A. Sacha Martin, Secretary
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Dear Ms. Gibson: for: **North Shores Improvement Association, Inc.**
a Florida Not For Profit Corporation
Document # N 07620
Restated Articles of Incorporation
of October 26, 2000

Attached are:

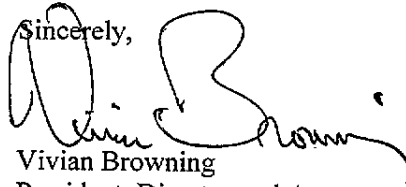
- (1) **Restated Articles of Incorporation** for filing. (three original copies)
- (2) **Certification Statement** that the Restated Articles were duly adopted by the Corporation's Board and Membership at meetings called for that purpose on October 26, 2000.
- (3) **Check in the amount of \$ 61.25** payable to Florida Division of Corporations for \$35.00 filing fee and \$26.25 for three (3) certified copies at \$8.75.

Please make the following corrections to our annual report with the filing:

- (1) **Our correct address is :** 120 Meadow Avenue, St. Augustine, FL 32084
address change by Emergency 911 service and zip by the U.S. Post Office
(formerly 175 Meadow Avenue, St. Augustine, FL 32095)
- (2) **Our correct FEIN is :** 59-3593071
(formerly 59-6552959)
- (3) **Name & Address of Agent :** Vivian Browning, President
40 Beachcomber Way, St. Augustine, FL 32084

We ask that you file these Restated Articles and issue Certification to us.

Sincerely,



Vivian Browning
President, Director and Agent

NORTH SHORES IMPROVEMENT ASSOCIATION, INC.

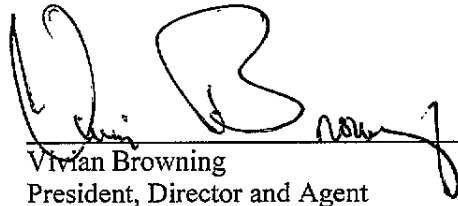
"A WATERFRONTS FLORIDA COMMUNITY"

120 Meadow Avenue, St. Augustine, FL 32084

904-827-1922

CERTIFICATION STATEMENT

I certify that the attached Restated Articles of Incorporation were duly adopted by the governing body of **NORTH SHORES IMPROVEMENT ASSOCIATION, INC.** through corporate resolution of adoption at a meeting of the Board of Directors and a meeting of the membership on **October 26, 2000**, called especially for the purpose of adoption and that the number of votes cast in favor of adoption were sufficient for approval.



Vivian Browning
President, Director and Agent
October 26, 2000

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[seal]

RESTATED ARTICLES OF INCORPORATION
of
NORTH SHORES IMPROVEMENT ASSOCIATION, INC.
(a Florida Not-For-Profit Corporation)
Adopted October 26, 2000

Article I
NAME

The name of this Corporation shall be
NORTH SHORES IMPROVEMENT ASSOCIATION, INC.
(hereinafter called the "Corporation").

Article II
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is
120 Meadow Avenue, St. Augustine, Florida 32084.

Article III
PURPOSE

This Corporation is a not-for-profit corporation, organized for charitable and educational purposes as defined in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and for the purpose of engaging in any lawful act or activity not for pecuniary profit for which not-for-profit corporations may be organized, so far as is or may be permitted by the laws of the State of Florida and Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

Article IV
MEMBERSHIP

Any person, corporation, partnership, association or organization who is interested in the purposes of the Corporation, who is capable of contributing to the achievement of those purposes and the effective operation of the Corporation, and who complies with the requirements established from time to time by the Bylaws shall be eligible for membership.

Article V
REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is
120 Meadow Avenue, (Vilano Beach) St. Augustine, Florida 32084.
The name of the Corporation's Registered Agent at that address is
Vivian C. Browning, President.

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RESTATED ARTICLES OF INCORPORATION
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Article VI
BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors consisting of no less than three (3) directors. The number of directors may be increased or decreased from time to time, in accordance with the Bylaws of the Corporation, but shall never be less than three. The manner of election of directors shall be regulated by the Bylaws.

Article VII
CURRENT BOARD OF DIRECTORS AND ADDRESSES

Vivian Browning, President	40 Beachcomber Way, St. Augustine, FL 32084
Catalina Usina-Morse, Vice President	4090 Myrtle Street, Street, Augustine, FL 32084
Carol Ann Sacha Martin, Secretary	133 Coastal Hollow Circle, St. Augustine, FL 32084
John Guarnieri, Treasurer	410 23 rd Street, North Beach, St. Augustine, FL 32084
Elaine Dilbeck, Past President	128 Oak Avenue, St. Augustine, FL 32084
Lola Brotherton, Membership Chair	3125 Coastal Highway, St. Augustine, FL 32084
Charlotte Izzo, Recording Secretary	408 Third Street, North Beach, St. Augustine, FL 32084
Richard Thomas, Board Member	2403 South Ponte Vedra Blvd, South Ponte Vedra Beach, FL 32082

Article VIII
DISSOLUTION

1. Upon dissolution of this Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, i.e., charitable, educational, religious or scientific, or corresponding section of any future Federal Tax Code, or shall be distributed to the federal government or to a state or local government for a public purpose.

2. If the named recipient is not then in existence or no longer a qualified distributee, or is unwilling or unable to accept the distribution, then the assets of the Corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future Federal Tax Code.

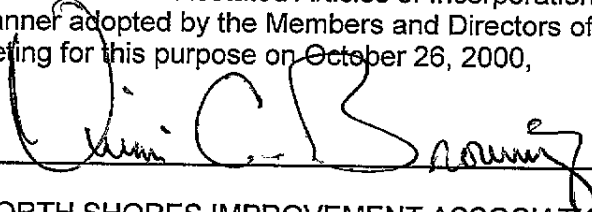
RESTATED ARTICLES OF INCORPORATION
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Article IX
LIMITATIONS

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, members 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 any of its purposes.
2. No substantial part of the activities of the Corporation shall be the carrying on of propoganda, or otherwise attempting to influence legislation, except as otherwise provided in subsection (h) of Section 501 of the Internal Revenue Code of 1986, as amended, and the Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the publishing or distributing of statements.
3. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any 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 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

IN WITNESS WHEREOF,

The undersigned has executed these Restated Articles of Incorporation which were approved and in due manner adopted by the Members and Directors of the Corporation at a specially called meeting for this purpose on October 26, 2000,



NORTH SHORES IMPROVEMENT ASSOCIATION, INC.
By Vivian C. Browning,
President, Director, and Agent of the Corporation
on this 26th day of October 2000.

[seal]