

Division of Corporations

**Florida Department of State
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FLORIDA PROFIT/NON PROFIT CORPORATION

Grit & Grace, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
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2009 DEC 14 PM 4:30

SECRETARY OF STATE
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FLORIDA DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

12/14/2009 10:10:10

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Grit And Grace, Inc.

38 South 8th Street
De Funiak Springs, FL 32435

November 18, 2009

To Whom It May Concern:

We, the directors of Grit and Grace, Inc., hereby grant our consent to Ann S. Robinson for the formation of Grit & Grace, Inc. The corporation of Grit and Grace, Inc. has been administratively dissolved and we have no intention of revoking the dissolution or reinstating this corporation.

If you have any questions regarding this filing, please call Leslie Martin at Hubco Incorporation Services at (800) 443-8177 ext. 187.

Thank You,


John E. Broussard, Vice President
Grit and Grace, Inc.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

Grit & Grace, Inc.

ARTICLE II PRINCIPAL

Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be:

Grit & Grace, Inc.

702 Circle Drive

De Funiak Springs, FL 32435

ARTICLE III PURPOSE(S)

To preserve the history of Walton County through story telling, music and dance.

Said corporation is organized exclusively for charitable, religious, educational, and scientific 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.

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 Third 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.

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 code, 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.

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ARTICLE IV

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Manner of election of directors

The manner in which the directors are elected or appointed is as follows:

The Method of election of directors are to be stated in the bylaws.

ARTICLE V

Initial Directors/Officers

The names and street addresses of the Directors/Officers: (OPTIONAL)

Ann S. Robinson - President/Director
702 Circle Drive
De Funiak Springs, FL 32435

ARTICLE VI

Initial registered agent and street address

The name and the street address of the initial registered agent is:

Ann S. Robinson
702 Circle Drive
De Funiak Springs, FL 32435

ARTICLE VII

Incorporators

The name(s) and the street address(es) of the Incorporator(s) for these articles of Incorporation is (are):

Ann S. Robinson
702 Circle Drive
De Funiak Springs, FL 32435

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

18th day of November 2009.


SIGNATURE

Ann S. Robinson
Incorporator

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE
REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Grit & Grace, Inc.

2. The name and address of the registered agent and office is:

Ann S. Robinson
Name
702 Circle Drive
(P.O. Box or Mail Drop Box NOT Acceptable)
De Funiak Springs, FL 32435
(City / State / Zip)

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.


Ann S. Robinson
Signature

November 18, 2009
(Date)

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