

Division of Corporations

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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

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Fax Number : (850) 617-6381

From:

Account Name : VCORP SERVICES, LLC
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Phone : (845) 425-0077
Fax Number : (845) 818-3588

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**FLORIDA PROFIT/NON PROFIT CORPORATION
PROFESSIONAL PHOTOGRAPHERS SOCIETY OF NORTH
FLORIDA,**

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Corporate Filing Menu

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11 MAR -3 PM 1:54
DIVISION OF CORPORATIONS

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11 MAR -3 AM 11:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

MPD 3/4



March 2, 2011

FLORIDA DEPARTMENT OF STATE
Division of Corporations

VPCORP SERVICES, LLC

SUBJECT: PROFESSIONAL PHOTOGRAPHERS SOCIETY OF NORTH FLORIDA, INC.
REF: W11000012008

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved business entity. The name of a voluntarily dissolved business entity is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved business entity provides the Department of State with an affidavit or letter, stating that they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

The document number of the name conflict is 743060 - PROFESSIONAL PHOTOGRAPHERS SOCIETY OF NORTH FLORIDA, INC..

If you have any further questions concerning your document, please call (850) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

FAX Aud. #: H11000054208
Letter Number: 211A00005181

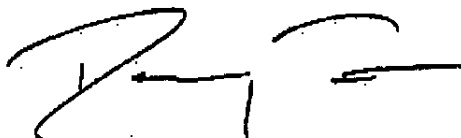
Professional Photographers Society of North Florida, Inc.
2880 Mandarin Meadows Dr N
Jacksonville, FL 32223

To: State of Florida
March 3rd, 2011

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11 MAR -3 AM 11:04
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TALLAHASSEE FLORIDA

To whom it may concern,

We wish to dissolve the corporation established in 1978 as of the filing in February 2011, and will not rescind the dissolution.



Damon Fecitt, President
Professional Photographers Society of North Florida

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

PROFESSIONAL PHOTOGRAPHERS SOCIETY OF NORTH FLORIDA, INC.

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address, if different is:

2880 Mandarin Meadows Dr N
Jacksonville, FL 32223

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To educate its members and the public as to the art, science, and profession of photography.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

As provided for in the bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Damon Fecitt, President/Director, 12129 Autumn Sunrise Dr, Jacksonville, FL 32246
Kevin Floyd, Vice President/Director, 1658 Pebble Beach Blvd, Green Cove Springs, FL 32043
Michael Joseph, Vice President/Director, 3758 Beauclere Rd, Jacksonville, FL 32257
Ramfis Campiz, Treasurer/Director, 2880 Mandarin Meadows Dr N, Jacksonville, FL 32223
Melissa Posey, Secretary/Director, 329 Maplewood Dr, Jacksonville, FL 32259

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Ramfis Campiz
2880 Mandarin Meadows Dr N
Jacksonville, FL 32223

ARTICLE VII LIMITATIONS

Notwithstanding any other provisions of these articles, the corporation is organized exclusively for one or more of the purposes as specified in §501(c)(3) of the Internal Revenue Code of 1954 (the "IRC"), and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under IRC §501(c)(3) or corresponding provisions of any subsequent Federal tax laws.

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for

services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporation assets on dissolution of the corporation.

No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC §501(h)), and the corporation shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to another organization exempt under IRC §501(c)(3), or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of Florida.

In any taxable year in which the corporation is a private foundation as described in IRC §509(a), the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under IRC §4942, and the corporation shall not (a) engage in any act of self-dealing as defined in IRC §4941(d), retain any excess business holdings as defined in IRC §4943(c), (b) make any investments in such manner as to subject the corporation to tax under IRC §4944, or (c) make any taxable expenditures as defined in IRC §4945(d) or corresponding provisions of any subsequent Federal tax laws.

ARTICLE VIII INCORPORATOR

The name and address of the Incorporator is:

Farah Moiso
25 Robert Pitt Drive, Suite 204
Monsey, NY 10952

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

MARCH 1, 2011

Date

MARCH 1, 2011

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CLERK OF STATE
TALLAHASSEE FLORIDA