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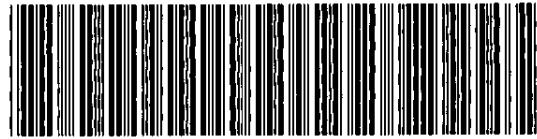
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W13000021947



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04/12/13--01017--011 \*\*78.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
13 APR 26 PM 1:44

5/6/13

**COVER LETTER**

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

**SUBJECT: TENNESSEE WILLIAMS KEY WEST EXHIBIT, INC.**  
**(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  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM: Dennis Beaver**  
Name (Printed or typed)  
**1207 Whitehead Street**  
Address  
**Key West, Florida**  
City, State & Zip  
**(305) 294-3121**  
Daytime Telephone number  
**southgatekw@aol.com**  
E-mail address: (to be used for future annual report notification)

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DIVISION OF CORPORATIONS  
13 APR 26 PM 1:44

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 15, 2013

DENNIS BEAVER  
1207 WHITEHEAD STREET  
KEY WEST, FL 33040

SUBJECT: TENNESSEE WILLIAMS KEY EXHIBIT, INC.  
Ref. Number: W13000021947

RECEIVED  
13 APR 26 PM 4:37  
DIVISION OF CORPORATIONS

We have received your document for TENNESSEE WILLIAMS KEY EXHIBIT, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 113A00008942

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
13 APR 26 PM 1:44

**ARTICLES OF INCORPORATION  
OF  
TENNESSEE WILLIAMS KEY WEST EXHIBIT, INC.**

13 APR 26 PM 1:44

**ARTICLE I**

**PREAMBLE**

The name of this corporation shall be **Tennessee Williams Key West Exhibit, Inc., a Florida not for profit corporation** herein also referred to as the "Corporation". The Corporation is incorporated in the State of Florida as a nonprofit corporation under the provisions of Chapter 617 of the Florida Not for Profit Corporation Act. The corporate office of the Corporation shall be located at 513 Truman Avenue, Key West, Florida 33040, in accordance with the provisions of the Florida Not for Profit Corporation Act. Whenever context so permits, the singular shall include the plural, the plural shall include the singular and the use of any gender shall be deemed to include all genders.

**ARTICLE II**

**PURPOSE**

The Tennessee Williams Key West Exhibit has been organized exclusively to promote charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. In so doing, the Corporation may from time to time participate in various fundraising activities the proceeds of which will solely be used to promote the advancement of education.

**ARTICLE III**

**BOARD OF DIRECTORS/ADMINISTRATORS**

- A. Membership of Board: The affairs of this Corporation shall be managed by a Board consisting of the number of Directors (sometimes referred to as "Administrators") determined by the By-Laws, but not fewer than three (3) Directors.
- B. Election and Removal: Directors shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board shall be filled in the manner provided by the By-Laws.
- C. First Board of Directors/Administrators: The names and addresses of the persons who shall act in the capacity of Directors (Administrators) until their successors shall be elected and qualified are as follows:

**NAME**

**ADDRESS**

Dennis Beaver

1207 Whitehead Street  
Key West, Florida 33040

Bert Whitt

1207 Whitehead Street

	Key West, Florida 33040
Diane Sutton	300 Southard Street, Suite 202 Key West, Florida 33040
Kent Henry	806 Duval Street Key West, Florida 33040

The Administrators named above shall serve until the first election of Administrators, as determined by the By-Laws and any vacancies in their number occurring before the first election of Administrators shall be filled by act of the remaining Administrators.

#### **ARTICLE IV**

##### **OFFICERS**

1. Initial Officers, Directors and Incorporators: The Corporation shall have four initial Officers and Directors and two Incorporators.
  - a. President/Incorporator: Dennis Beaver  
Address: 1207 Whitehead Street  
Key West, Florida 33040
  - b. Vice President/Incorporator: Bert Whitt  
Address: 1207 Whitehead Street  
Key West, Florida 33040
  - c. Secretary: Diane Sutton  
Address: 300 Southard Street, Suite 202  
Key West, Florida 33040
  - d. Treasurer: Kent Henry  
Address: 806 Duval Street  
Key West, Florida 33040

#### **ARTICLE V**

##### **BY-LAWS**

The first By-Laws of the Corporation shall be adopted by the Board and may be thereafter altered, amended or rescinded in the manner provided in such By-Laws.

#### **ARTICLE VI**

##### **FINANCES**

1. Income and Expenditures: Funds for meeting the expenses of the Corporation shall be raised through gifts, grants, income and the collective efforts of the Officers and general public. No financial obligations of the Corporation may be incurred by anyone or any

group except upon the prior authorization of or allocation of funds by the Officers or by a majority vote. All disbursements shall be made by the President as approved by all Officers of the Corporation.

2. Fiscal Year: The fiscal year of the Corporation shall commence on the first (1<sup>st</sup>) day of January and end on the thirty-first (31<sup>st</sup>) day of December.
3. Indemnification: The Corporation shall provide for indemnification by the Corporation of any and all of its members or officers or former officers against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding, in which they or any of them are made parties or a party, by reason of having been a member or officer of the Corporation, except in matters where officers or members or former officers shall be adjudged liable for intention or malicious breach of duties or criminal misconduct as defined in Chapter 617.0834, Florida Statutes.
4. Dissolution: The Corporation shall use its funds only to accomplish the Purpose specified in these Articles, and no part of said funds shall inure, or be distributed, to the Members of the Corporation or to the members of the Officers. On dissolution of the Corporation, all assets remaining shall be distributed by the Officers to one or more charitable organization qualified as an exempt organization under Section 501(c)(3) of the Internal Revenue Code.

## **ARTICLE VII**

### **PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Roberts Rules of Order shall govern the Corporation in all cases to which they are applicable and in which they are not inconsistent with these Articles and any special rules of order the Corporation may adopt.

## **ARTICLE VIII**

### **DISSOLUTION**

The Corporation shall be dissolved upon the happening of the following events: (1) the affirmative vote or written consent of Members holding a Super-Majority of the Voting Units; (2) the disposition of all or substantially all of the assets of the Corporation other than in the ordinary course of business; or (3) the entry of a decree of judicial dissolution.

If the Corporation is dissolved, the President shall direct the winding up of the Corporations affairs. In winding up the affairs of the Corporation and upon 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 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. If the Corporation is dissolved, the President shall promptly file Articles of Dissolution with the Secretary of State of Florida.

13 APR 26 PM 1:44

**ARTICLE IX**  
**AMENDMENTS**

These Articles shall become effective at the close of the Annual Meeting of the Members of the Corporation at which they are approved.

1. Any part of these Articles may be amended at any Annual Meeting of the Members of the Corporation, provided that such amendments are consistent with the provisions of the Florida Not for Profit Corporation Act and provided further copies of each proposed amendment shall be mailed to all voting Members not less than ten (10) days before the date of the Annual Meeting at which final action is to be taken.

**ARTICLE X**  
**MISCELLANEOUS**

1. Severability: Invalidation of any one or more of the provisions hereof shall in no way affect any other provisions, which shall remain in full force and effect.
2. Principal Office; Registered Office and Registered Agent: The initial principal office shall be 513 Truman Avenue, Key West, Florida 33040. The initial registered office of the Corporation shall be c/o Dennis Beaver, 1207 Whitehead Street, Key West, Florida, 33040. The initial registered agent at that address shall be Dennis Beaver.

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

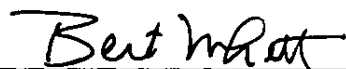
DENNIS BEAVER



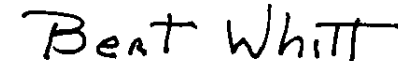
Registered Agent

Adopted this 22 day of April, 2013.

ATTEST:



Vice-President  
Incorporator



Printed Name

APPROVED:



President & Registered Agent  
Incorporator



Printed Name