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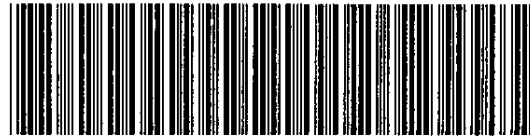
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W13-48521

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DIVISION OF CORPORATIONS
2013 SEP 16 PM 4:33

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Greater Pinellas Country Fair

5851 Park Blvd. N. #105

Pinellas Park, FL 33781

Department of State Division of Corporations

P. O. Box 6327

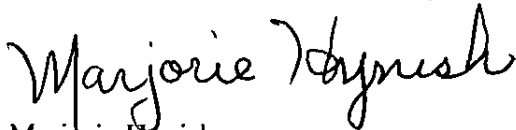
Tallahassee, FL 32314

SUBJECT: GREATER PINELLAS COUNTRY FAIR ASSOCIATION, INC.

Gentlemen:

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$87.50 for the Filing Fee, a Certified Copy & a Certificate.

Sincerely,



Marjorie Hynish

Vice President/Manager

5851 Park Blvd. N. #105

Pinellas Park, FL 33781

727-800-9880

manager@pinellasfair.org

Enclosures: Original and one copy of the Articles of Incorporation
Check for \$87.50



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 30, 2013

MARJORIE HYNISH
5851 PARK BLVD. N. #105
PINELLAS PARK, FL 33781

SUBJECT: GREATER PINELLAS COUNTY FAIR ASSOCIATION, INC
Ref. Number: W13000048521

We have received your document for GREATER PINELLAS COUNTY FAIR ASSOCIATION, INC and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

The registered agent must sign accepting the designation.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 013A00020693

ARTICLES OF INCORPORATION
OF

GREATER PINELLAS COUNTRY FAIR ASSOCIATION, INC.

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The undersigned subscribers to these Articles of Incorporation hereby propose the incorporation under Chapter 616, Florida Statue, of a county fair, a corporation not for profit, and hereby make, subscribe, acknowledge and respectfully request their approval.

ARTICLE I

Name

The name of this corporation shall be Greater Pinellas Country Fair Association, Inc. and its initial office for the transactions of its affairs shall be 5851 Park Blvd. N. #105, Pinellas Park, Florida, 33781.

ARTICLE II

Geographical Area Served

The geographical area to be served by Greater Pinellas Country Fair Association, Inc. shall be Pinellas County.

ARTICLE III

Purposes

A. The corporation is incorporated for the sole purpose of conducting and operating public fairs or expositions for the benefit and development of the educational, agricultural, horticultural, livestock, and other resources of Pinellas County.

B. The corporation shall have power to do everything necessary, proper, advisable or convenient for the accomplishment of the purposes hereinbefore set forth,

and to do all other things incidental thereto or connected therewith, which are not prohibited by statute or by these Articles of Incorporation.

ARTICLE IV

Directorship

A. Eligibility and Powers:

The majority of the Board of Directors of the Fair shall reside, be employed, or operate a business in Pinellas County. Any person shall be eligible for regular directorship in the corporation, subject to his or her approval by the Board of Directors of the corporation. Directors shall be personally oriented toward assisting the corporation in furtherance of its stated purposes. All such Directors shall have like powers with respect to voting, eligibility for service as an officer or to duties relating to the activities conducted by the corporation.

B. Approval for Membership:

All Directors of the corporation shall be approved for one-year terms of directorship by the Board of Directors, such term to commence on May 1st of each year.

C. Termination of Directorship:

1. Resignation: Any Director may resign from membership in the corporation at any time by written resignation delivered or mailed to the Secretary of the corporation, which resignation shall be effective upon receipt thereof. A member's death shall be treated as his or her resignation.

2. By the Board of Directors Action: Directorship may be terminated by a two-thirds majority vote of the Board of Directors, but only after giving the subject

Director a right to learn of the cause of such proposed termination and to be heard at a Board Meeting held for such purposes on written notice delivered or mailed to the Director at least fifteen (15) days before such meeting, and only then upon a determination, the result of which is entered in the minutes of the meeting, specifically finding that continuation of the directorship in question would be detrimental to the best interests of the corporation. Such termination shall be effective upon the mailing of a written notice thereof to the Director whose directorship is so terminated.

D. Voting:

Each regular Director of the corporation shall have one vote on any matter on which Directors are granted a voting privilege under these Articles of Incorporation, the By-Laws of the corporation, any applicable state statute or rule of law.

E. Transferability:

Directorship in the corporation shall be non-transferable.

ARTICLE V

Term of Existence

The corporation shall have perpetual existence.

ARTICLE VI

Subscribers

The names and residence of the subscribers to these Articles of Incorporation are the following:

<u>Name</u>	<u>Address</u>
Robert Barnes	8976 Seminole Blvd. Seminole. FL 33772

Marjorie Hynish	1375 Pasadena Ave. S. #123 St. Petersburg, FL 33707-3719
Ann E. Overmyer	6500 Sunset Way #515 St. Pete Beach, FL 33706
Barbara Sheen Todd	8462 35th Ave. N. St. Petersburg, FL 33710
Justin Shea	2401 53rd St. S. Gulfport, FL 33707
Bonnie Desmond	901 34th St. S. St. Petersburg, FL 33711
Suzanne Pomerantzeff	2914 1st Ave. N. St. Petersburg, FL 33713
Patrice Pucci	2719 1st Ave. N. St. Petersburg, FL 33713
Robert Case	Sunshine Senior Center 330 5th St. N. St. Petersburg, FL 33701
Gerry Case	Sunshine Senior Center 330 5th St. N. St. Petersburg, FL 33701
Roger Wolfe, Sr.	8997 90th Terrace N. Largo, FL 33777
Katrina Hennington	Operation PAR 1900 9th St. S. St. Petersburg, FL 33705
John E. Overmyer	6500 Sunset Way #515 St. Pete Beach, FL 33706
Andy Wolf	8997 90th Terrace N. Largo, FL 33777
Vincent Overmyer	6245 Cape SableWay NE Dr., Unit 1 St. Petersburg, FL 33702

Michael Overmyer	6500 Sunset Way #515 St. Pete Beach, FL 33706
Pamela Sindlinger	6000 150th Ave. Clearwater, FL 33760
Hank Sindlinger	6000 150th Ave. Clearwater, FL 33760
Diann Franks	201 Fernwood Circle Seminole, FL 33777
Patricia Johnson	6348 102nd Ave. Pinellas Park, FL 33781
Becky Neilsen	2900 9th Ave. N. St. Petersburg, FL 33713
Carl Lucchi	8th Ave. St. Petersburg, FL 33713
Billie Noakes	PO Box 2072 Pinellas Park, FL 33781
Louis Casstaneda	5133 S. Gulfport Blvd. Gulfport, FL 33707
Carol Barkalow	4115 Poinsettia Dr. St. Pete Beach, FL 33706-2655
Timothy J. Caddell	5851 Park Blvd. Pinellas Park, FL 33781-3498

ARTICLE VII Management

The affairs of the corporation shall be managed by its Board of Directors which shall consist of not fewer than five (5) nor more than thirty-five (35) individuals, a majority of which shall always consist of representatives who are residents of, employed in or operate a business in Pinellas County, the precise number to be fixed by the Board of Directors of the corporation from time to time. Such directors shall be elected for one

year terms by the directors at annual meetings to be held as scheduled by the Board of Directors in the second quarter of the calendar year of each year in the manner prescribed in the By-Laws of the corporation, and shall hold office until their respective successors are duly elected and qualified. The Board, at its annual meetings, shall also elect a Chairman, a President, 1st Vice President, 2nd Vice President, Secretary and Treasurer of the corporation, and such other officers as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the corporation, such officers to hold office at the pleasure of the Board or until their successors are duly elected and qualified. Officers may be directors. The officers of the corporation shall have such duties as may be specified by the Board or the By-Laws of the corporation. Vacancies occurring on the Board and the officers shall be filled in the manner prescribed by the By-Laws of the corporation.

ARTICLE VIII

Initial Officers

The names of the officers who are to serve until the first election of same to be held under the provisions of these Articles are the following:

<u>Title</u>	<u>Name</u>
President	Bobby Barnes
Vice President	Marjorie Hynish
Secretary-Treasurer	Ann Overmyer

ARTICLE IX

Initial Board of Directors

The number of persons constituting the initial Board of Directors of the corporation shall be twenty-five (25); and the names and addresses of the members of such first Board of Directors, which is to hold office until the first election thereof to be held under the provisions of these Articles, are the following:

<u>Name</u>	<u>Address</u>
Robert Barnes	8976 Seminole Blvd. Seminole. FL 33772
Marjorie Hynish	1375 Pasadena Ave. S. #123 St. Petersburg, FL 33707-3719
Ann E. Overmyer	6500 Sunset Way #515 St. Pete Beach, FL 33706
Barbara Sheen Todd	8462 35th Ave. N. St. Petersburg, FL 33710
Justin Shea	2401 53rd St. S. Gulfport, FL 33707
Bonnie Desmond	901 34th St. S. St. Petersburg, FL 33711
Suzanne Pomerantzeff	2914 1st Ave. N. St. Petersburg, FL 33713
Patrice Pucci	2719 1st Ave. N. St. Petersburg, FL 33713
Robert Case	Sunshine Senior Center 330 5th St. N. St. Petersburg, FL 33701
Gerry Case	Sunshine Senior Center 330 5th St. N. St. Petersburg, FL 33701

Roger Wolfe, Sr.	8997 90th Terrace N. Largo, FL 33777
Katrina Hennington	Operation PAR 1900 9th St. S. St. Petersburg, FL 33705
John E. Overmyer	6500 Sunset Way #515 St. Pete Beach, FL 33706
Andy Wolf	8997 90th Terrace N. Largo, FL 33777
Vincent Overmyer	6245 Cape SableWay NE Dr., Unit 1 St. Petersburg, FL 33702
Michael Overmyer	6500 Sunset Way #515 St. Pete Beach, FL 33706
Pamela Sindlinger	6000 150th Ave. Clearwater, FL 33760
Hank Sindlinger	6000 150th Ave. Clearwater, FL 33760
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Carl Lucchi	8th Ave. St. Petersburg, FL 33713
Billie Noakes	PO Box 2072 Pinellas Park, FL 33781
Louis Casstaneda	5133 S. Gulfport Blvd. Gulfport, FL 33707
Carol Barkalow	4115 Poinsettia Dr. St. Pete Beach, FL 33706-2655

Timothy J. Caddell

5851 Park Blvd.
Pinellas Park, FL 33781-3498

ARTICLE X

By-Laws

The By-Laws of the Corporation shall be adopted by the initial Board of Directors, as constituted under Article IX above, at the organizational meeting of the Board, and said By-Laws may be thereafter altered, amended, added to or rescinded by the Board at any regular or special meeting thereon. A minimum of thirty (30) days written notice stating the place and time of a meeting shall be required in order to change the By-Law.

ARTICLE XI

Limitation of Indebtedness

The highest amount of indebtedness or liability to which this corporation may at any time subject itself is \$1,000,000.00.

ARTICLE XII

Amendments

The corporation reserves the right to amend these Articles of Incorporation at any regular or special meeting of the Board of Directors by a vote of two-thirds of the Directors or by the vote of a majority of the Directorship as provided in the By-Laws or in accordance with the laws of the State of Florida. A minimum of thirty (30) days written notice stating the place and time of a meeting shall be required to amend these Articles of Incorporation.

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SECRETARY OF STATE
DIVISION OF CORPORATION

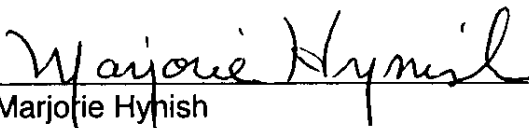
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ARTICLE XIII

Registered Office and Agent

The street address of the registered office and agent of this Corporation is: Marjorie Hynish, 5851 Park Blvd. N. #105, Pinellas Park, Florida, 33781.

I, MARJORIE HYNISH, hereby am familiar with and accept the duties and responsibilities of Registered Agent.


Marjorie Hynish

ARTICLE XIV

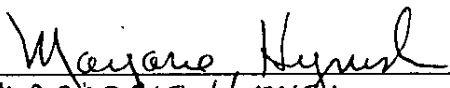
Distributions on Liquidation or Dissolution

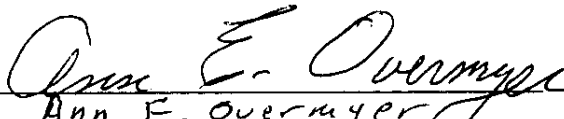
Upon dissolution of this corporation, or the liquidation or its assets, whether voluntary or involuntary or by operation of law, except as and to the extent otherwise provided or required by law, the net assets remaining after dissolution shall be distributed to such organization or organizations organized and operated exclusively for such purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or to the State of Florida, subject to the specific condition that none of the net assets of the corporation shall be distributed to or for the benefit of any member, officer or director of the corporation or to any other individual; provided, however, that nothing contained in this Article shall be construed to prevent a distribution from the net assets of the corporation to another distributee, otherwise properly made in accordance with the provisions of these Articles and the purposes hereinstated, solely by reason of the fact

that one or more of the members, officers or directors of the corporation may be connected or associated with the distribution as a member, trustee, director, officer or in any other capacity.

IN WITNESS WHEREOF, the subscribers have executed these Articles of Incorporation as of this 21st day of August, 2013.


ROBERT BARNES

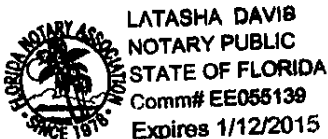

MARJORIE HYNISH

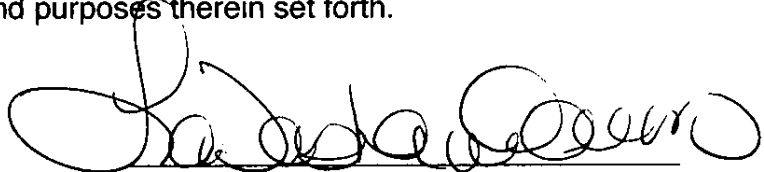

Ann E. Overmyer

STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY that on this 21st day of August, 2013, personally appeared before me, the undersigned authority, Robert Barnes Marjorie Hynish, and Ann Overmyer, who are personally known to me or who have produced drivers licenses as identification and who did not take an oath and who severally acknowledged to me that they executed the same as their free, act and deed for the uses and purposes therein set forth.




Signature of Notary Public

LATASHA DAVIS
Printed Name of Notary

EE055139
Certificate Number
Comm#

STATE OF FLORIDA

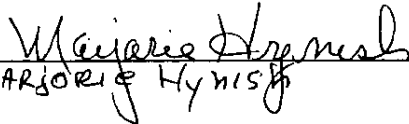
COUNTY OF PINELLAS

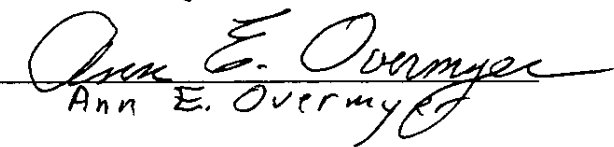
Before me, the undersigned authority, personally appeared the undersigned subscribers, who being first duly sworn, depose and say:

1. The sole purpose of GREATER PINELLAS COUNTRY FAIR ASSOCIATION, INC. is public service.
2. Property, money or assets in value in excess of \$5,000.00 has been provided for the purpose of the Association.
3. It is intended in good faith to carry out the purposes and objects set forth in the Articles of Incorporation of GREATER PINELLAS COUNTRY FAIR ASSOCIATION, INC.



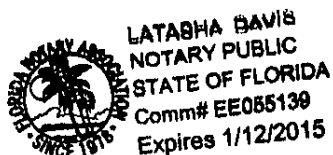
ROBERT BARNES





Ann E. Overmyer

Sworn to and subscribed before me this 21ST day of August, 2013,
by Robert Barnes, Marjorie Hynish, and Ann Overmyer,
personally known to me or who have produced drivers licenses as identification and
who did take an oath.




Signature of Notary Public

LATABHA DAVIS
Printed Name of Notary

EE 055139
Certificate Number