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From:

Account Name : PORGES, HAMLIN, KNOWLES AND PROUTY, PA.

Account Number: 076077002227 Phone : (941)748-3770 Fax Number : (941)746-4160

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FLORIDA PROFIT/NON PROFIT CORPORATION JEWELS ON THE BAY CHARITIES, INC.

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ARTICLES OF INCORPORATION OF JEWELS ON THE BAY CHARITIES, INC.

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

ARTICLE I. NAME

The name of this corporation shall be JEWELS ON THE BAY CHARITIES, INC. ("Corporation").

ARTICLE II. MAILING ADDRESS & PRINCIPAL OFFICE

The mailing address and principal place of business of the Corporation is 1014 East Avenue, Sarasota, Florida 34237.

ARTICLE III. PURPOSE

- A. This Corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purpose of this Corporation is to organize, coordinate and conduct fund-raising events, the effect of which shall directly benefit local educational and charitable not-for-profit organizations qualified under § 501(c)(3) of the Internal Revenue Code of 1986, as it may heretofore or hereafter be amended (hereinafter referred to as the "Code"), and the Regulations issued pursuant thereto, as they now exist or as they may hereafter be amended (hereinafter referred to as the "Regulations"). In carrying out such purpose, the Corporation shall have the power to exercise all rights conferred by the laws of the State of Florida upon not-for-profit corporations.
- B. The purposes for which the Corporation is organized are exclusively charitable within the meaning of § 501(c)(3) of the Code and corresponding Regulations.
- C. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under § 501(c)(3) of the Code and corresponding Regulations, or by an organization contributions to which are deductible under §170(c)(2) of the Code and corresponding Regulations.
- D. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director of the Corporation or any member of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Director of

PREPARED BY: Timothy A. Knowles, Esquire (Bar No. 0348181) Porges, Hamlin, Knowles & Prouty, P.A. 1205 Manatee Avenue West Bradenton, Fiorida 34205 (941) 748-3770 **FAX AUDIT NUMBER:**

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the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

- E. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.
- F. In the event of dissolution, the residual assets of the Corporation will be turned over to one or more Organizations which themselves are exempt as Organizations described in §§ 501(c)(3) and 170(c)(2) of the Code and corresponding Regulations.

ARTICLE IV. BOARD OF DIRECTORS & OFFICERS

- A. All corporate powers shall be exercised by or under the authority of, and the business of the Corporation shall be managed under the direction of a Board of Directors. The number of the Directors on this Corporation's Board of Directors shall initially be five (5); provided, however, the number of Directors may be increased or decreased from time to time, as provided in this Corporation's Bylaws. Such Directors are to be elected or appointed in the manner provided for by the Corporation's Bylaws.
 - B. The initial Board of Directors are:
 - William Tidmore
 1014 East Ave.
 Sarasota, FL 34237
 - Robert Henry
 1014 East Ave.
 Sarasota, FL 34237
 - Martin Jeffery Hart 1014 East Ave. Sarasota, FL 34237
 - Jackelyn Yops Rogerson
 1014 East Ave.
 Sarasota, FL 34237
 - Cameron R. Cox
 1014 East Ave.
 Sarasota, FL 34237

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The initial Directors named herein shall serve until replaced as provided in the Bylaws of the Corporation without requiring an amendment to these Articles of Incorporation.

- C. The initial officers of the Corporation are
 - Robert Henry, President
 - Martin Jeffery Hart, Vice-President
 - William Tidmore, Treasurer
 - Jackelyn Yops Rogerson, Secretary

The initial officers named herein shall serve until replaced as provided in the Bylaws of the Corporation without requiring an amendment to these Articles of Incorporation.

ARTICLE V. INDEMNIFICATION

This Corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law,

ARTICLE VI. INCORPORATOR

The name and address of the individual who shall serve as this Corporation's incorporator is Timothy A. Knowles, Esquire, at 1205 Manatee Avenue West, Bradenton. Florida 34205.

ARTICLE VII. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of this Corporation's initial registered office shall be Timothy A. Knowles, Esquire, at 1205 Manatee Avenue West, Bradenton, Florida 34205.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on the day of April . 2014.

Timothy

duire, Incorporator

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STATE OF FLORIDA COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this day of 1971, 2014, by Timothy A. Knowles, Esquire, designated above as the individual who shall serve as this Corporation's sole incorporator, who is personally known to me.

BEVERLY J. ROBERIGE
MY COMMISSION # FF 108083
EXPIRES: April 8, 2018
Bonded The Notary Public Underwriters

Notary Public, State of Florida

Beverly Roberge

Printed, Typed, or Stamped Name of Notary Public

My Commission Expires: (affix Notary seal)

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of JEWELS ON THE BAY CHARITIES, INC. which is contained in the foregoing Articles of Incorporation. Pursuant to § 617.0501(3), Florida Statutes, I hereby state that I am familiar with and accept the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 16 day of April 2014.

A Knowles, Registered Agent

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STATE OF FLORIDA COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 16th day of 12014, by Timothy A. Knowles, Esquire, designated above as the individual who shall serve as this Corporation's Registered Agent who is personally known to me.

BEVERLY J. ROBERGE
MY COMMISSION # FF 109683
EXPIRES: April 6, 2018
Bonded Thru Holary Public Linderwriters

Notary Public, State of Florida

Beverly Roberge

Printed, Typed, or Stamped Name of Notary Public

My Commission Expires: (affix Notary seal)

SECRETARY CONTROL

OIVISION OF BEEPING

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PREPARED BY: Timothy A. Knowles, Esquire (Bar No. 0348181) Porges, Hamlin, Knowles & Prouty, P.A. 1205 Manatee Avenue West Bradenton, Florida 34205 (941) 748-3770 FAX AUDIT NUMBER:

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