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(Business Entity Name)

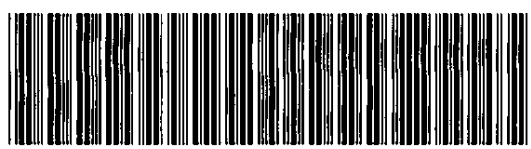
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~~W15-55786~~

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2015 SEP 14 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~87.50~~

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SEP 17 2015

COVER LETTER

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

SUBJECT: Krewe of Tesoro, 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: Karen Abel

Name (Printed or typed)

POB 107

Address

Milton, FL 32572

City, State & Zip

850-380-9760

Daytime Telephone number

KreweofTesoro@gmail.com

E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 20, 2015

KAREN ABEL
10100 HWY 89
JAY, FL 32565

SUBJECT: KREWE OF TESORO, INC.
Ref. Number: W15000055786

We have received your document for KREWE OF TESORO, INC., however, upon receipt of your document no check was enclosed. Please return your **document** along with a **check** or **money order** made payable to the Department of State for \$87.50.

The name of the entity must be identical throughout the document.

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.)

Please return 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.

Teresa Brown
Regulatory Specialist II

Letter Number: 815A00017621

**ARTICLES OF INCORPORATION
OF
KREWE OF TESORO, Inc.
A FLORIDA NONPROFIT CORPORATION**

FILED
2015 SEP 14 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I – NAME

The name of the Corporation is Krewe of Tesoro, Inc. ("Corporation")

ARTICLE II – PRINCIPAL OFFICE AND ADDRESS

The address of the principal office of the Corporation is 5470 Hollow Oak Lane, Pace, Florida 32571 and mailing address is P.O. Box 107, Milton, FL 32572

ARTICLE III – DURATION

The term of existence of the Corporation is perpetual; and the corporate existence of the Corporation will commence upon the filing of these articles by the Florida Department of State.

Upon the dissolution of the organization, the assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the federal, state or local government for 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 organization is then located, exclusively for such purposes.

No director or officer of the Corporation, nor any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

ARTICLE IV – PURPOSE

The purpose for which the Corporation is organized shall be:

- (a) To receive and maintain a fund or funds of real or personal property, or both, subject to the restrictions and limitations set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, pleasure, recreation, and other non-profitable purposes. The corporation shall be specifically authorized to pursue its recreational purpose by participating in the celebration of the Pensacola Mardi Gras, Pensacola Fiesta of Five Flags, and other historical and civic events. It is specifically

intended that the corporation be permitted to conduct activities constituting the recreational purpose for which it is organized; provided, however, such activities must be consistent with the provisions of these articles and the bylaws of the corporation.

- (b) No part of the net earnings of the corporation shall inure to the benefit of any director or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation in effecting one or more of its purposes), and no director or officer of 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. 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 or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.
- (c) The corporation shall distribute or apply its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.
- (d) The corporation shall not engage in any act of self-dealing, as defined in Section 4941 (d) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.
- (e) The corporation shall not retain any excess business holdings, as defined in Section 4943 (c) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.
- (f) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.
- (g) The corporation shall not make any taxable expenditures, as defined in Section 4945 (d) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.
- (h) Notwithstanding any other provisions 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 under Section 501 (c) (7) of the Internal Revenue Code of 1986 and its regulations as they now exist or may hereafter be amended.

ARTICLE V – MEMBERSHIP

There shall be one class of members and all members shall have equal rights. Each member who is in good standing shall be entitled to vote in person or via email (approval required) at every meeting of the members. Persons over the age of twenty-one (21) are eligible to become members of this corporation upon being nominated by a current member and approved by majority vote of members.

ARTICLE VI – DIRECTORS

The Board of Directors of the Corporation shall manage the business affairs of the Corporation. The members shall elect successor directors at the annual meeting of the corporation. Directors are eligible for re-election. The directors shall have full power to appoint officers, and to fill the office of any director who may resign, die, become disabled, or refuse to act.

The majority vote of the members or directors present at a quorum shall be sufficient for the taking of any action within the power of the corporation, except as otherwise provided in these Articles of Incorporation, the corporate bylaws or by law.

This corporation shall have five (5) directors initially. The number of directors may be either increased or decreased from time to time consistent with the bylaws but shall never be less than three (3).

The names and addresses of the initial directors of this corporation are:

Karen Abel
10100 Hwy 89
Jay, FL 32565

Chad Sutton
5470 Hollow Oak Lane
Pace, FL 32572

Angie Singletary-Lund
4474 Woodbine Road
Pace, FL 32571

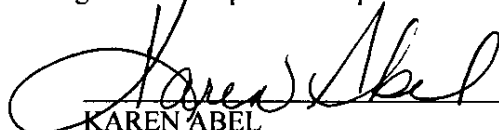
Sharon Sutton
4713 Craig Street
Milton, FL 32583

Brandice Sutton
5470 Hollow Oak Lane
Pace, FL 32571

ARTICLES VII – REGISTERED OFFICE AND AGENT

The address and city of the initial registered office of the Corporation is 10100 Hwy 89, Jay, FL 32565. The name of the registered agent of this corporation at that address shall be Karen Abel.

I understand the responsibilities as Registered Agent and accept these responsibilities


KAREN ABEL

ARTICLES VIII – OFFICERS

The initial officers of the Corporation shall be:

President: Angie Singletary-Lund
4474 Woodbine Road
Pace, FL 32571

Vice President: Chad Sutton
5470 Hollow Oak Lane
Pace, FL 32571

Treasurer: Karen Abel
10100 Hwy 89
Jay, FL 32565

Secretary: Brandice Sutton
5470 Hollow Oak Lane
Pace, FL 32571

ARTICLE IX– INCORPORATOR

The name and address of the incorporator is:

Karen Abel
10100 Hwy 89
Jay, FL 32565

ARTICLE X – BY-LAWS

The board of Directors of the Corporation may provide such By-Laws for the conduct of its business and the carrying out of its purpose as they may deem necessary from time to time. Upon proper notice, the By-Laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE XI – AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them and all rights and privileges conferred upon the directors and officers of the corporation are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator of Krewe of Tesoro, Inc. have hereunto set my hand and seal on the date hereinafter set forth for the purpose of forming this corporation not for profit under the laws of the State of Florida.

INCORPORATOR:

Karen H. Abel
KAREN ABEL

DATE: JULY 28, 2015

STATE OF FLORIDA
COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this 28th day of July, 2015, by KAREN ABEL, who is personally known to me.

MY COMMISSION EXPIRES:



Sue E. Stetler
NOTARY PUBLIC