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#### ARTICLES OF INCORPORATION

#### **OF**

### STRAWBERRY YOUTH PARADE, INC.

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not For Profit Corporation Act, Florida Statutes Chapter 617, makes and adopts the following articles of incorporation:

ARTICLE 1. Name. The name of the corporation is as follows: STRAWBERRY YOUTH PARADE, INC.

ARTICLE 2. Address. The address of the principal office and the mailing address of the corporation is: 110 W. Reynolds Street, Suite 110, Plant City, Florida 33563.

ARTICLE 3. Initial Registered Office and Agent. The street address of the initial registered office of the corporation is: 121 North Collins Street, Plant City, Florida 33563. The name of its initial registered agent at that address is: Daniel M. Coton, Esquire.

ARTICLE 4. Members. The corporation shall have members as set forth in the Bylaws but shall not issue membership certificates. The corporation shall not issue shares of stock.

ARTICLE 5. Board of Directors. There shall be a board of directors consisting of at least three individuals. The initial directors are elected by the incorporator. After that, each director shall be elected in the manner and at the times set forth in the bylaws. Any director may be removed by the affirmative vote of at least two-thirds of the board of directors.

ARTICLE 6. Officers. The officers of the corporation may consist of a president, one or more vice presidents, a secretary, a treasurer, and any other officers and assistant officers as may be provided for in the bylaws or by resolution of the board of directors. Each officer shall be elected by majority vote of the board of directors (and may be removed by majority vote of the board of directors) at such a time and in such a manner of as may be prescribed by the bylaws or by law.

ARTICLE 7. *Incorporator*. The name and street address of the incorporator is as follows: PAT POGUE, 110 W. Reynolds Street, Suite 110, Plant City, Florida 33563.

ARTICLE 8. Bylaws. The bylaws of the corporation are to be made and adopted by the board of directors, and may be altered, amended or rescinded by the board of directors.

ARTICLE 9. Amendment. The corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment to them by a majority vote of the board of directors.

ARTICLE 10. Indemnification and Civil Liability Immunity. The corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

ARTICLE 11. Dissolution. On the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute all of the assets of the corporation exclusively for charitable, scientific or educational purposes in such manner and to such qualified organization or organizations as the board of directors shall determine. Any of the assets not so distributed shall be distributed in accordance with the direction of any court having jurisdiction in the county in which the principal office of the corporation is then located, exclusively for the above purposes of the corporation or to a qualified organization or organizations as the court shall determine. For purposes of this article, an organization is a "qualified organization" only if, at the time of receiving the assets, it is operated exclusively for the purposes described in 26 U.S.C.A. § 170(c)(1) or 26 U.S.C.A. § 170(c)(2)(B) and is described in 26 U.S.C.A. § 509(a)(1), (2) or (3).

ARTICLE 12. Commencement of Corporate Existence. The corporate existence shall commence on the filing of these Articles by the Secretary of State.



In witness, the undersigned in	ncorporator has signed	these articles	of incorporation
on the $2/3r$ day of April, 2016.			-

Pat Pogue, Incorporator

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## CERTIFICATE OF DESIGNATION AND ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of Fla. Stat. § 617.0501, the undersigned corporation organized under the not for profit corporation laws of the State of Florida submits the following statement in designating the registered office and registered agent of the corporation in the State of Florida:

- Name and address of the corporation: Strawberry Youth Parade, Inc
   W. Reynolds Street, Suite 110
   Plant City, Florida 33563
- 2. Name and address of the registered agent and office:

Daniel M. Coton, Esquire 121 North Collins Street Plant City, Florida 33563

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: <u>April 21</u>, 2016.

Daniel M. Coton, Esquire