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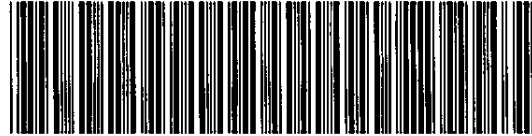
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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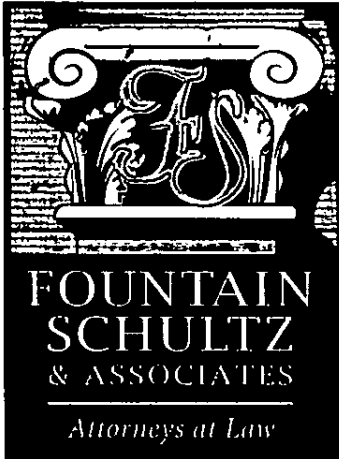
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16 OCT -3 AM 11:55  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



KENNETH R. FOUNTAIN  
KERRY ANNE SCHULTZ  
SCOTT C. BRIDGFORD

2045 FOUNTAIN PROFESSIONAL CT.  
SUITE A  
NAVARRE, FLORIDA 32566  
TEL: (850) 939-3535  
FAX: (850) 939-3539

SANTA ROSA BEACH  
TEL: (850) 622-2700  
FAX: (850) 622-2722

September 29, 2016

**VIA REGULAR U.S. MAIL**

New Filing Section  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: Articles of Incorporation for Gallery Night Pensacola, Inc.**

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for Gallery Night Pensacola, Inc. Also enclosed is our firm check in the amount of \$70.00 for filing.

Please return a filed copy to me in the enclosed pre-addressed, stamped envelope.

Thank you for your assistance in this and should you have questions, please let us know.

Sincerely,  
Fountain, Schultz & Associates, P.L.

Kerry Anne Schultz, Esquire

KAS: ck  
Enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**GALLERY NIGHT PENSACOLA, INC.**  
a Florida Not For Profit Corporation

16 OCT -3 AM 11:55  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**THE UNDERSIGNED**, for the purpose of forming a not for profit corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

**ARTICLE I**  
**NAME**

The name of this corporation is GALLERY NIGHT PENSACOLA, INC. The principal place of business is 120 Main Street, Suite D, Pensacola, FL 32502.

**ARTICLE II**  
**DURATION**

The duration of this corporation is perpetual.

**ARTICLE III**  
**PURPOSE**

The corporation is a not for profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary gain or profit, direct or indirect, to itself or its members, directors or officers. No part of the income or assets of the corporation is distributable to or for the benefit of its directors or officers. The corporation is organized, and shall be operated exclusively for charitable purposes as a community development organization for artists. Art and Culture is an important leverage point with the mission to cultivate a vibrant downtown by connecting artists with art lovers. The corporation is organized to do such other things as are incidental to the foregoing or necessary, implied, helpful, or desirable in order to accomplish the foregoing. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any activity not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3), of the Internal Revenue Code.

**ARTICLE IV**  
**REGISTERED OFFICE AND AGENT**

The street address of the initial registered office, and the mailing address of the registered agent is 2045 Fountain Professional Ct., Suite A, Navarre, Florida, 32566, and the name of its initial registered agent at such address is Kerry Anne Schultz, Esquire.

**ARTICLE V**  
**BOARD OF DIRECTORS**

There shall be a board of directors consisting of at least three individuals. The initial directors are elected by the incorporators. After that, each director shall be elected by majority vote of the board of directors 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. The names of the persons who are to serve as the initial directors are:

Michael Carro  
120 E. Main Street, Suite D  
Pensacola, FL 32502

David Bear  
120 E. Main Street, Suite D  
Pensacola, FL 32502

Teresa Dos Santos  
120 E. Main Street, Suite D  
Pensacola, FL 32502

Bobby Switzer  
120 E. Main Street, Suite D  
Pensacola, FL 32502

Kris Lien  
120 E. Main Street, Suite D  
Pensacola, FL 32502

Joseph Abston  
120 E. Main Street, Suite D  
Pensacola, FL 32502

Collier Merrill  
120 E. Main Street, Suite D  
Pensacola, FL 32502

Susan Campbell  
120 E. Main Street, Suite D  
Pensacola, FL 32502

Raven Holloway  
120 E. Main Street, Suite D  
Pensacola, FL 32502

**ARTICLE VI**  
**OFFICERS**

The board of directors shall elect the following officers: president, vice-president, treasurer, and secretary, and any other officers which the bylaws of this corporation authorize the directors to elect. Each officer shall be elected by a majority vote of the board of directors (and may be removed by a majority vote of the board of directors) at such time and in such manner as may be prescribed by the bylaws.

**ARTICLE VII**  
**INCORPORATORS**

The name of each incorporator is as follows:

Michael Carro  
120 E. Main Street, Suite D  
Pensacola, FL 32502

David Bear  
120 E. Main Street, Suite D  
Pensacola, FL 32502

Teresa Dos Santos  
120 E. Main Street, Suite D  
Pensacola, FL 32502

Bobby Switzer  
120 E. Main Street, Suite D  
Pensacola, FL 32502

Kris Lien  
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Susan Campbell  
120 E. Main Street, Suite D  
Pensacola, FL 32502

Raven Holloway  
120 E. Main Street, Suite D  
Pensacola, FL 32502

#### **ARTICLE VIII** **AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

#### **ARTICLE IX** **DISSOLUTION**

Upon the 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 the 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. 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 corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ACCEPTANCE OF DESIGNATION AS  
RESIDENT AGENT**

Kerry Anne Schultz, Esquire, the designated resident agent of GALLERY NIGHT PENSACOLA, INC., does hereby certify that her address is 2045 Fountain Professional Ct., Suite A, Navarre, Florida 32566, and hereby accepts the designation and appointment as registered agent of GALLERY NIGHT PENSACOLA, INC., a Florida Not for Profit Corporation, and is familiar with and accept the duties and obligations of registered agent.

Dated this 26<sup>th</sup> day of September, 2016.

  
\_\_\_\_\_  
KERRY ANNE SCHULTZ

**STATE OF FLORIDA  
COUNTY OF SANTA ROSA**

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of September, 2016, by **KERRY ANNE SCHULTZ** (✓) who is personally known to me or ( ) who has produced a driver's license as identification and has taken an oath.

  
\_\_\_\_\_  
NOTARY PUBLIC

Commission No.: \_\_\_\_\_

Commission Expires: \_\_\_\_\_



We, the undersigned, being the incorporators of this corporation, for the purpose of forming this not for profit corporation under the Laws of Florida, have executed these Articles of Incorporation on September 26, 2016.

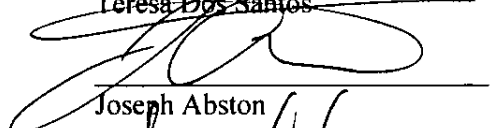
  
David Bear

  
Michael Carro

  
Bobby Switzer

  
Teresa Dos Santos

  
Kris Lien

  
Joseph Abston

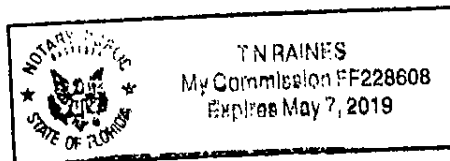
  
Collier Merrill

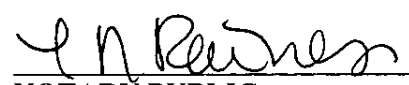
  
Susan Campbell

  
Raven Holloway

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

Sworn to and subscribed before me this 26 day of September, 2016, by Teresa Dos Santos, Raven Holloway, Kris Lien, Joseph Abston, Collier Merrill, Susan Campbell, David Bear, Michael Carro, and Bobby Switzer, who (☒) are personally known to me or who ( ) have produced Florida Driver's License, as identification and who did not take an oath.



  
NOTARY PUBLIC

Commission Number: FF228608

My Commission Expires: 5-7-19

STATE OF FLORIDA  
TALLAHASSEE  
16 OCT -3 AM 11:55