

N95000001301

J. MARSHALL FRY
ATTORNEY AND COUNSELOR AT LAW
1051 Nokomis Street
Clearwater, Florida 34615
(813)461-2150

March 15, 1995

Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

Re: Articles of Incorporation for
OPTIMIST CLUB OF CLEARWATER, INC.

Ladies and Gentlemen:

Enclosed are the Articles of Incorporation for a not for profit organization to be incorporated as OPTIMIST CLUB OF CLEARWATER, INC. Additionally, enclosed is the organization's check in the amount of \$122.50, representing the following:

Filing Fees	\$ 35.00
Designation of Registered Agent	35.00
Certificated Copy of Articles	<u>52.50</u>
	\$122.50

If you have any questions, or comments, please contact me. Thank you for your time and cooperation.

Best regards,

J. Marshall Fry, Esq.

Enclosures

J. Marshall Fry GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Fin. Pl. of business*
DATE *3/12/95*
DOC EXAM *Mar. Brewer*

MAR 17 1995

ARTICLES OF INCORPORATION
OF
OPTIMIST CLUB OF CLEARWATER, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the Corporation shall be:

OPTIMIST CLUB OF CLEARWATER, INC.

ARTICLE II - REGISTERED ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1051 Nokomis Street, Clearwater, Pinellas County, Florida 34615. The name of its initial registered agent at such address is J. Marshall Fry, Attorney at Law. The principal place of business is the same as the registered office.

ARTICLE III - DURATION

This Corporation shall have perpetual existence.

ARTICLE IV - PURPOSES

The corporation is a not for profit corporation. The purposes for which the corporation is organized are to operate for social welfare, civic improvement, the advancement of charitable, educational, and civic opportunities and goals, and for other charitable purposes, through the providing of civic service, and the distribution of its funds, for such purposes.

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of

this corporation shall ever inure to the benefit of any director, officer, or member thereof, in degradation of said purposes. Upon the dissolution or winding up of this corporation its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes.

ARTICLE V - MEMBERSHIP

The Corporation is organized upon a nonstock basis as defined in Chapter 617 of the Florida Statutes. The Corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as regulated in the bylaws of the Corporation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the Corporation shall be six (6); provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this Corporation.

The three (3) directors named herein as the one year members of the first board of directors shall hold office until October 1, 1995, while the three (3) directors named herein as the two year

members of the first board of directors shall hold office until October 1, 1996. At the first annual meeting of members, to be held in 1995, an election of directors shall be held to fill the positions of the one year members of the Board of Directors named herein. At the second annual meeting of members, to be held in 1996, an election of directors shall be held to fill the positions of the two year members of the Board of Directors named herein. Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of two (2) years. The election of directors shall be as otherwise set forth in the bylaws of the Corporation.

The names and addresses of the persons who are to serve as the initial directors are:

One Year Term

<u>Name</u>	<u>Address</u>
J. Marshall Fry	1051 Nokomis Street Clearwater, Florida 34615
Randolph Boone	107 South Osceola Ave. Clearwater, Florida 34616
Arlene Sheldon	801 Jacaranda Drive Largo, Florida 34640

Two Year Term

Julian Greengold	313 Spottis Woode Court Clearwater, Florida 34616
Diane Sigler	2521 Indigo Drive Dunedin, Florida 34698
Michelle Harrity	803 South Ft. Harrison Clearwater, Florida 34616

ARTICLE VII - OFFICERS

The Corporation shall have a President, two (2) Vice Presidents, and a Secretary-Treasurer, to be elected or chosen as set forth in the bylaws of the Corporation. The initial officers of the Corporation, who shall serve until October 1, 1995, are as follows:

<u>Name</u>	<u>Position</u>	<u>Address</u>
Susan S. Fry	President	1051 Nokomis St. Clearwater, FL 34615
Vicki Klapper	Vice President	15 Greenhaven Circle Oldsmar, Florida 34677
Brian Matson	Vice President	606 Greenglen Lane Palm Harbor, Florida 34684
Karin Freeman	Secretary-Treas.	1150 Cleveland Street Clearwater, Florida 34615

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation are:

Susan S. Fry	1051 Nokomis St. Clearwater, FL 34615
Vicki Klapper	15 Greenhaven Circle Oldsmar, Florida 34677
Brian Matson	606 Greenglen Lane Palm Harbor, Florida 34684
Karin Freeman	1150 Cleveland Street Clearwater, Florida 34615
J. Marshall Fry	1051 Nokomis Street Clearwater, Florida 34615
Randolph Boone	107 South Osceola Avenue Clearwater, Florida 34616
Arlene Sheldon	801 Jacaranda Drive Largo, Florida 34640

Julian Greengold

313 Spottis Woode Court
Clearwater, Florida 34616

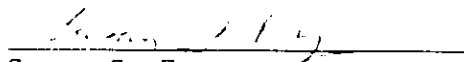
Diane Sigler

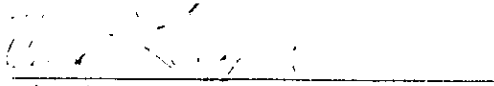
2521 Indigo Drive
Dunedin, Florida 34698

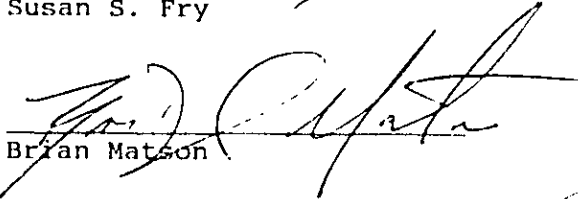
Michelle's Harrity

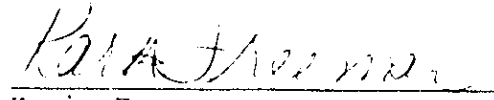
803 South Ft. Harrison
Clearwater, Florida 34616

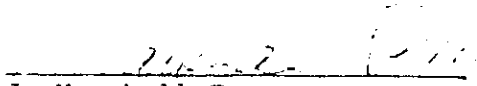
IN WITNESS THEREOF, the undersigned subscribers have executed
these Articles of Incorporation this _____ day of _____,
1994.

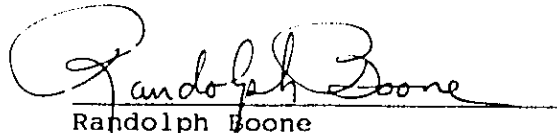

Susan S. Fry


Vicki Klapper

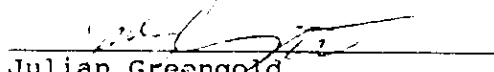

Brian Matson

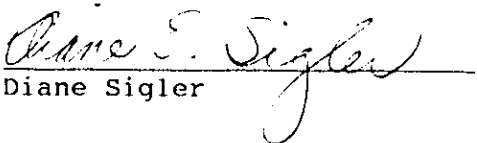

Karin Freeman


J. Marshall Fry


Randolph Boone


Arlene Sheldon


Julian Greengold


Diane Sigler


Michelle Harrity

DEPARTMENT OF STATE

Certificate designating place of business or domicile for the service of Process within this State, Naming Agent upon whom Process may be served.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

OPTIMIST CLUB OF CLEARWATER, INC., a not for profit corporation organized (or organizing) under the laws of the State of Florida, with its registered office at 1051 Nokomis Street, Clearwater, County of Pinellas, State of Florida 34615, has named J. MARSHALL FRY, 1051 Nokomis Street, Clearwater, County of Pinellas, State of Florida 34615, as its agent to accept service of process with the State.

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep the registered office open during prescribed hours; to post my name (and that of any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.

Registered Agent
J. MARSHALL FRY

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared J. MARSHALL FRY, who, having presented his as identification, and who did take an oath, deposes and says that he executed the foregoing instrument for the purposes expressed therein.

SWORN TO and subscribed before me this 12 day of March, 1994.



CARL J. MILLER
MY COMMISSION # CC 181994 EXPIRES
November 19, 1995
BONDED THRU TROY FAIN INSURANCE, INC.

Carl J. Miller
Notary Public
State of Florida at Large

My Commission Expires: