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Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Amount

THANK YOU from Your Capital Connection

## ARTICLES OF INCORPORATION OF

95 APR 11 AMIN 17

ROSEMARY DISTRICT ASSOCIATION, INC., A Florida Corporation not for profit

### Article I

The name of this Corporation is ROSEMARY DISTRICT ASSOCIATION, INC., a Florida corporation not for profit.

Article II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this corporation shall be: 645 Central Avenue, Suite D, Sarasota, Florida 34236.

#### Article III PURPOSES

This corporation is a not for profit corporation. The purposes for which the corporation is organized are as follows:

- (a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of social welfare, community development, charity, education and relief of the poor, and for other charitable purposes, by the distribution of its funds for such purposes, and particularly for the promotion of social welfare and community development in the Rosemary District in Sarasota County, Florida.
- (b) The general purposes for which this corporation is formed are to operate exclusively for such social welfare, community development, charity, educational and poverty relief purposes as

will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax law, including, for such purposes, the making of distributions to organizations which qualify as tax exempt organizations under that code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation. Nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of ny candidate for public office.

#### Article IV MEMBERSHIP

The qualification for members and the manner of their admission shall be stated in the Bylaws. There shall be two classes of members of this corporation, voting members and associate members. Voting members shall exercise all rights and powers of members of not-for-profit corporations pursuant to Florida law. The initial voting members who shall serve until such time as their successors are duly elected by the voting members pursuant to the Bylaws shall be:

- (a) Mr. Steve Bell
- (b) Mr. Joseph E. Penix, Sr.
- (c) Mr. Roy Smith
- (d) Ms. DeLaris A. Growdon
- (e) Mr. Paul Thorpe

The associate members shall have no vote in the affairs of the corporation and shall have such other powers and duties as

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delegated them in the Bylaws of the corporation. Associate members shall be elected by the voting members.

# Article V MANNER OF ELECTION 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 the directors shall be not less than three (3) and no more than seven (7); provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The board of directors of the corporation shall be elected at the meeting of voting members of the corporation, held on the 1st day of June of each year, to serve until the next annual meeting or until their respective successors are duly elected.

The names and addresses of the directors who are to manage the affairs of the corporation until the first such annual meeting of said members, and until their successors are duly elected and qualified are as follows:

Mr. Steve Bell 1963-A 12th Street Sarasota, Florida 34236

Mr. Roy C. Smith 1475 4th Street Sarasota, Florida 34236

Mr. Joseph E. Penix, Sr. 645 Central Avenue, Suite D Sarasota, Florida 34236 Ms. DeLaris A. Growdon 810 Central Avenue Sarasota, Florida 34236

Mr. Paul Thomas 645 Central Avenue, Suite D Sarasota, Florida 34236

#### Artiglo VI LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes, unless limited as follows:

#### Unlimited

#### Articlo VII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is: Stephanie A. Reinicke, Esquire, 1800 Second Street, Suite 803, Sarasota, Florida 34236.

## ARTICLE VIII

The name and the street address of the incorporator for these articles of incorporation is Stephen Bell, 1963-A 12th Street, Sarasota, FL 34236.

witness my hand and seal at Sarasota, Florida, this day of April, 1995.

STATE OF FLORIDA ) COUNTY OF SARASOTA )

The foregoing instrument was acknowledged before me this day of April, 1995, by STEPHEN BELL, who is personally known to me or who produced \_\_\_\_\_\_ as identification.

Official Seal
STEPHANIE A. REINICKE
Notary Public, State of Florida
My commilexpires Dec. 16, 1995
No. CC159388

Notary Public Signature
Printed Name STEPHANIE A. REN CKE
My commission expires:

#### ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation; to accept Service of Process; to keep the office open during prescribed hours; to post my name (and 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.

STEPRANIE A. REINICKE Registered Agent

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