

N95000002512

GREGORY H. FISHER  
ATTORNEY AT LAW

5520 FIRST AVENUE NORTH  
ST. PETERSBURG, FLORIDA 33710

TELEPHONE 813-344-5520  
FAX 813-301-2770

April 18, 1995

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

RE: Juneteenth, Inc.

Gentlemen:

In reference to the above, I am transmitting herewith the following:

Original and one copy of the proposed charter;  
Original and one copy of the Certificate of  
Designation, Registered Agent/Registered Office;  
Check in the sum of \$122.50.

If satisfactory, please furnish this office with one certified copy of the charter. I believe the check enclosed is correct, if not, please advise and any sum due will be furnished promptly. Your assistance in this matter is appreciated.

Sincerely,

  
Gregory H. Fisher

GHF:df  
Enclosures  
cc. Ms. Jeanie Blue  
Mr. Ray Smenner

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502  
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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

April 25, 1995

GREGORY H. FISHER, ESQ.  
5520 FIRST AVE. NORTH  
ST. PETERSBURG, FL 33710

SUBJECT: JUNETEENTH, INC.  
Ref. Number: W95000008755

We have received your document for JUNETEENTH, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6915.

Kevin Nickens  
Document Specialist

Letter Number: 295A00019386

GREGORY H. FISHER  
ATTORNEY AT LAW

5520 FIRST AVENUE NORTH  
ST. PETERSBURG, FLORIDA 33710

TELEPHONE: 813-344-5520  
FAX #: 813-301-2770

May 23, 1995

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
Attention: Kevin Nickens

RE: Juneteenth, Inc.  
Ref No.: W95000008755

Dear Mr. Nickens,

Please find enclosed revised Articles of Incorporation for Juneteenth of Tampa Bay, Inc. The incorporators have decided Juneteenth of Tampa Bay will be satisfactory if it will meet the criteria of your office.

You should still have my client's check for \$122.50. If anything further is needed or additional changes are required, please contact this office directly.

Sincerely,

  
Gregory H. Fisher

GHF:ah  
Enclosure  
cc: Jeanie Blue

corpjune.doc

ARTICLES OF INCORPORATION

FILED

95 MAY 26 AM 8:28

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FOR

JUNETEENTH, Inc. OF TAMPA BAY,

The undersigned, acting as incorporator(s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I:

The name of the Corporation shall be:

JUNETEENTH, Inc. OF TAMPA BAY,

ARTICLE II:PRINCIPLE PLACE OF BUSINESS AND MAILING ADDRESS

The principle place of business and the mailing address of this corporation shall be:

3867 18th Avenue South  
St. Petersburg, Fl 33711

ARTICLE III:PURPOSE

- of Tampa Bay,
- A. Juneteenth, Inc., a nonprofit corporation, is organized exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
  - B. Specifically, Juneteenth, Inc. of Tampa Bay, is organized to promote African and African American cultural awareness by presenting entertaining and educational activities of historical relevance culminating with the Juneteenth Celebration.
  - C. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
  - D. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

ARTICLE IV:  
MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is as follows:

The manner in which directors are appointed or elected is set forth in the Bylaws.

ARTICLE V:  
LIMITATION OF CORPORATE POWERS

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

- Section 1. The corporation will have the power to indemnify and hold harmless any director, officer, or employee from any suit, damage, claim, judgement, or liability arising out of, or asserted to arise out of, conduct of such person in his/her capacity as a director, officer, or employee (except in cases involving willful misconduct). The corporation will have the power to purchase or procure insurance for such purposes.
- Section 2. The Board of Directors may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by the Bylaws, to enter into any contract or execute and deliver any instrument in the name of, and on behalf of, the corporation. Such authority may be general or confined to specific instances.
- Section 3. All checks, drafts, and other orders for payment of funds will be signed by such officers or such other persons as the Board of Directors may from time to time designate. All documents will require two (2) such signatures, at least one of which must be that of a member of the Board of Directors and the other may be of the Executive Director.
- Section 4. The corporation will keep correct and complete books and records of account and will also keep minutes of the proceedings of its members, Board of Directors, and committees having any of the authority of the Board of Directors; and it will keep at the at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of the corporation may be inspected by any member or his/her agent or attorney for any proper purpose at any reasonable time.
- Section 5. The fiscal year of the Corporation will be October 1 through September 30 of each year.
- Section 6. The Board of Directors may amend these bylaws.

### ARTICLE V. LIMITATION OF CORPORATE POWERS

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

ADDRESSED ON PAGE # 2

### ARTICLE VI. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is:

Joanie Blue  
3867 18th Avenue South  
St. Petersburg, FL 33711

### ARTICLE VII. INCORPORATORS

The name(s) and street address(es) of the incorporator(s) for these Articles of Incorporation is(are):

Joanie Blue  
3867 18th Avenue South  
St. Petersburg, FL 33711

J. Carl DeVine  
1710 8th Street North  
St. Petersburg, FL 33704

Rose Mack  
1024 62nd Place South  
St. Petersburg, FL 33712

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this  
21st day of December, 1994.

Signature(s) of the Incorporator(s)

Joanie M. Blue

Joanie Blue  
Typed name of incorporator signing

J. Carl DeVine

J. Carl DeVine  
Typed name of incorporator signing

Rose Mack

Rose Mack  
Typed name of incorporator signing

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: JUNETEENTH, INC. /OF TAMPA BAY,

2. The name and address of the registered agent and office is:

Jeanie Blue  
(NAME)

3867 18th Avenue South  
(P.O. BOX NOT ACCEPTABLE)

St. Petersburg, FL 33711  
(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY 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.

SIGNATURE

Jeanie M. Blue

DATE December 21, 1994

# N95000002512

GREGORY H. FISHER  
ATTORNEY AT LAW

5520 FIRST AVENUE NORTH  
ST. PETERSBURG, FLORIDA 33710

TELEPHONE: 813-344-5520  
FAX #: 813-381-2770

October 18, 1996

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

000001982430--9  
-10/22/96--01050--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: Juneteenth of Tampa Bay, Inc.

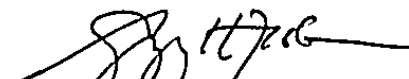
Dear Sir or Madam:

In reference to the above, I am transmitting herewith the following:

Original and one copy of the proposed Articles of Amendment;  
Check in the amount of \$35.00;


If satisfactory, please furnish this office with one certified copy of the Articles of Amendment. Thank you for your assistance in this matter.

Sincerely,

  
Gregory H. Fisher

GHF:ah  
Enclosure  
sosltr.ltr

FILED  
96 OCT 21 PM 12:31  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

10/24  




ARTICLES OF AMENDMENT  
OF  
JUNETEENTH OF TAMPA BAY, INC.

FILED  
96 OCT 21 PM 12:31  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to a special meeting held by the Directors of JUNETEENTH OF TAMPA BAY, INC. on Sept. 30, 1996, 1996, passing a resolution setting forth the proposed amendment to the Articles of Incorporation and there being no members having been admitted to the corporation, on the date indicated above, JUNETEENTH OF TAMPA BAY, INC., does hereby amend the Articles of Incorporation of said corporation by adding the following paragraph to Article III, Purpose, and adding a new Article VIII, Dissolution, to the Articles of Incorporation originally filed in this cause on May 26, 1995.

ARTICLE III - PURPOSE

E. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE VIII - DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

Clarence Mills  
PRESIDENT

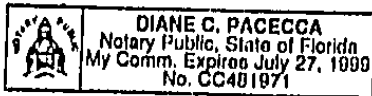
Barbara Bennett  
SECRETARY

STATE OF FLORIDA  
COUNTY OF PINELLAS

Personally appeared before me, the undersigned authority, Clarence Mills,  
to me well known, who being by me first duly sworn, acknowledges that he signed the foregoing for  
the purposes expresses therein.

WITNESS my hand and seal this 18<sup>th</sup> day of October, 1996.

My Commission Expires:



Diane C. Pacecca  
NOTARY PUBLIC  
Diane C. Pacecca  
Notary Public Printed Name

urteamen.wpd