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LIVINGSTON, PATTERSON, STRICKLAND & WEINER, P. A.
ATTORNEYS AT LAW

40 NORTH WASHINGTON BOULEVARD, SUITE 1
BARABOTA, FLORIDA 34738

CHARLES H. LIVINGSTON
JOHN PATTERSON
JOHN M. STRICKLAND
KEVIN A. WEINER
VICKIE L. SHERLEN
HEN A. NOTEN
HERBERT H. HOFMANN II

TELEPHONE
(941) 388-0880
TELECOPIER
(941) 388-0880

January 22, 1996

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

Re: AMERICAN HUNGARIAN FRIENDSHIP ASSOCIATION, INC.

Dear Sir or Madam:

We are enclosing Articles of Incorporation for the subject corporation together with our firm check in the amount of \$122.50 to cover the following fees:

- \$ 35.00 - Filing Fee
- 52.50 - One Certified Copy
- 35.00 - Registered Agent

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Once the Articles have been filed, please return a certified copy of the Articles together with your letter of acknowledgement to me in the enclosed self-addressed, stamped envelope.

If there is a problem with the enclosed filing, please contact me.

Thank you for your assistance in this matter.

Very truly yours,

LIVINGSTON, PATTERSON
STRICKLAND & WEINER,

April A. Haley
April A. Haley
Corporate Legal Assistant

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION OF
AMERICAN HUNGARIAN FRIENDSHIP ASSOCIATION,
a not for profit corporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation, adopt the following Articles of Incorporation pursuant to Chapter 617, Florida Statutes.

Article I - Name

The name of the corporation is American Hungarian Friendship Association, Inc.

ARTICLE II - MAILING ADDRESS AND PRINCIPAL OFFICE

The mailing address and the principal office of the corporation is 6204 29th Street East, Bradenton FL 34203.

Article III - Purpose

The purpose for which the corporation is organized is to further the recognition of the great sacrifice made by Hungarians in the 1956 revolution to win freedom from oppression and to foster and promote friendship and understanding between the people of Hungary and the United States.

Article IV - Election of Directors

The method of election of directors shall be as stated in the bylaws.

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 46 N. Washington Boulevard, #1, Sarasota, FL 34236, and the name of the initial registered agent at that address is John Patterson.

Article VII- Incorporators

The names and addresses of the Incorporators are:

Ilona Bankuty
6204 29th Street East
Bradenton FL 34203

Goza Bankuty
6204 29th Street East
Bradenton FL 34203

Peter Bakos
6204 29th Street East
Bradenton FL 34203

Article VIII - Dylaws

The Bylaws of the Corporation are to be initially adopted by the Board of Directors and may thereafter be amended or rescinded by the Board of Directors.

ARTICLE IX - EARNINGS

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the corporation 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 Article II. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of those articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation 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 a corporation, 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 X - Distribution and Dissolution


In the event of dissolution, all of the remaining assets and property of the corporation, after payment of indebtedness, and expenses necessary to the dissolution and winding up the affairs of the corporation, 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 so disposed of shall be disposed of by the Circuit Court having jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes to such

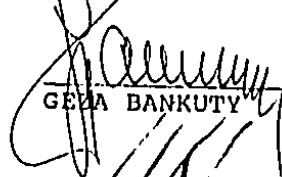
organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.


Article XI - Indemnification

All officers and directors shall be indemnified by the corporation to the fullest extent permitted by law against all expenses and liabilities including attorney's fees reasonably incurred in connection with any threatened, pending or completed action, suit or proceedings or settlement thereof in which they may become involved as a party or otherwise by reason of holding such office. The corporation may purchase and maintain insurance on behalf of all officers and director against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

IN WITNESS WHEREOF, the undersigned have made, signed and acknowledged these Articles of Incorporation on January 22, 1996.


FLONA BANKUTY


GENA BANKUTY


PETER BAKOS

**NOTICE OF APPOINTMENT OF REGISTERED AGENT, ACCEPTANCE, AND
DESIGNATION OF CORPORATE OFFICE**

The undersigned, John Patterson, having a street address of 46 N. Washington Boulevard, #1, Sarasota FL 34236 having been appointed by the directors of American Hungarian Friendship Association, Inc., a corporation not for profit, as registered agent, states as follows:

1. The corporation shall maintain an office at 46 N. Washington Boulevard, #1, Sarasota FL 34236 and shall notify the Department of State of any change in address of this office or the name of the registered agent at this address.

2. He accepts the appointment and consents to serve as registered agent of the corporation pursuant to Section 617.023, Florida Statutes.


JOHN PATTERSON

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

Pursuant to section 617.1401, Florida Statutes, this Florida nonprofit corporation submits the following Articles of Dissolution:

AMERICAN HUNGARIAN FRIENDSHIP ASSOCIATION, INC.

FIRST: The name of the corporation is _____.

SECOND: The articles of incorporation were filed on 1/26/1996.
#N96000000520 (4)

THIRD: The corporation has not commenced to conduct its affairs.

FOURTH: No debts of the corporation remain unpaid.

FIFTH: Adoption of dissolution (CHECK ONE)

- The dissolution was authorized by a majority of the directors:
OR
- There are no directors - dissolution was authorized by an incorporator or a majority of the incorporators.

Signed this 8th day of August, 1997.

Signature [Handwritten Signature]
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the directors OR By an incorporator if adopted by the incorporators.)

GEZA E. BANKUTY

Typed or printed name

Incorporator

Title

Filing fee:	\$35.00
Certificate of Status	<u>8.75</u>
Total	<u>#152 43.75</u>
=====	

6204 29th Street East
Bradenton, Fl. 34203
(941) 755-5550

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