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March 7, 1996

Florida Department of State
Corporate Records Division
The Capitol
Tallahassee, FL 32304

TELEPHONE 729-6868
FAX 729-6853
***122.50 ***122.50

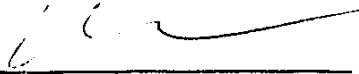
RE: CRACKER STORYTELLING FESTIVAL, INC.
Our File No. J23-96-215

Dear Sir/Madam:

Enclosed herewith is the executed original and one copy of the Articles of Incorporation for the above referenced corporation. Upon filing, please return the copy stamped with the filing information.

We also enclose our check in the amount of \$122.50 to cover the requisite fee. Thank you.

Very truly yours,
DUGAN AND DUGAN, P.A.

By 
W. David Dugan

WDD/kk
Enclosures
cc: Client

FILED
96 MAR 11 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 15 1996

ARTICLES OF INCORPORATION
OF
CRACKER STORYTELLING FESTIVAL, INC.
A FLORIDA NONPROFIT CORPORATION

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I
Name

The name of the Corporation is: Cracker Storytelling Festival, Inc.

Article II
Duration

The duration of the Corporation is perpetual.

Article III
Purposes

A. This Corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purpose of this corporation is the education about the art and craft of storytelling and presentations about the art and craft of storytelling.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

Article IV
Members

The Corporation shall have Voting Members, who shall be elected (and may be removed) by the Voting Members, and who shall have the all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not

have the right to vote. The name and address of each initial voting member is as follows:

Annette Bruce	321 E. Lakeview Avenue Eustis, FL 32726
Myra Davis	1630 Oleander Place Bartow, FL 33830
John Herrick Jeffers	353 Dayton Blvd. Melbourne Village, FL 32904

Article V
Initial Registered Agent and Office

The initial registered agent is John Herrick Jeffers, and the initial registered office is 353 Dayton Blvd. Melbourne Village, FL 32904.

Article VI
Initial Board of Directors

The initial Board of Directors shall have three members whose name and addresses are:

Annette Bruce	321 E. Lakeview Avenue Eustis, FL 32726
Myra Davis	1630 Oleander Place Bartow, FL 33830
John Herrick Jeffers	353 Dayton Blvd. Melbourne Village, FL 32904

The Bylaws shall provide the method of election of all Directors, and number of Directors may be raised or lowered by the bylaws but shall in no case be less than three.

Article VII

The Officers of the Corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed in the Bylaws. The name and address of each initial Officer of the Corporation is as follows.

President Annette Bruce

321 E. Lakeview Avenue
Eustis, FL 32726

Secretary Myra Davis

1630 Oleander Place
Bartow, FL 33830

Treasurer John Herrick Jeffers

353 Dayton Blvd.
Melbourne Village, FL 32904

Article IX
Nonstock Basis

The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Nonprofit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

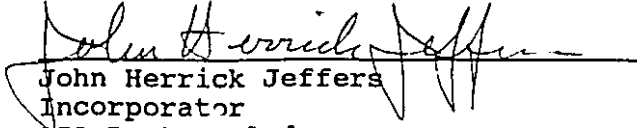
ARTICLE X
Indemnification

The corporate shall indemnify each office and directors including former officers and directors, to the full extent permitted by the Florida General Corp. Act and the Florida Not For Profit Corp. Act.

Article XI
Corporate Address

The street address of the Corporation's initial principal office is 321 E. Lakeview Avenue, Eustis, FL 32776. The mailing address is 321 E. Lakeview Avenue, Eustis, FL 32776.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 5th day of March, 1996.


John Herrick Jeffers
Incorporator
353 Dayton Blvd.
Melbourne Village, FL 32904

Acknowledged before me on March 5, 1996, by John Herrick Jeffers, who is personally known to me, or produced Fla. Driver's License as identification, and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein Expressed.



CHARLOTTE ANN KING
My Commission CC443097
Expires Apr. 22, 1999
Bonded by HAI
800-422-1565

Charlotte Ann King
NOTARY PUBLIC, STATE OF FLORIDA

Name: Charlotte Ann King
Commission No.: CC443097
My Commission Expires: April 22, 1999

I accept designation as registered agent:

John Herrick Jeffers
John Herrick Jeffers

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA