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Quarles & Brady

N960000001954

April 1, 1996

Secretary of State
Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

600001772436
-04/08/96--01055--011
****122.50 ****122.50

Re: *Gulf Shore Literary Society, Inc.*

Gentlemen:

Enclosed are an original and one copy of the Articles of Incorporation and Designation of Registered Agent for the above corporation. Also enclosed is a check in the amount of \$122.50 which represents the following:

Articles of Incorporation Filing Fee	\$ 35.00
Registered Agent Filing Fee	35.00
Certified Copy of Articles	<u>52.50</u>

Total enclosed: \$122.50

If you find these enclosures to be in order, please file the same and return one certified copy to this office.

Sincerely,

QUARLES & BRADY

Kimberly Leach Johnson

KLJ:ssh
Enclosure
cc: Carol Boyd

Dmc
4-11-96

QBNAF1\B7500.

FILED
96 APR -8 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GULF SHORE LITERARY SOCIETY, INC.

FILED
96 APR -8 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
CORPORATE NAME

The name of this Corporation is: GULF SHORE LITERARY SOCIETY, INC.

ARTICLE II
NOT FOR PROFIT

This Corporation is a corporation not for profit under the laws of the State of Florida.

ARTICLE III
PURPOSE

This Corporation is organized exclusively for charitable, literary and educational purposes within the meaning of I.R.C. Section 501(c)(3). Such purposes may include, but are not limited to, fostering, encouraging and developing appreciation of literature; affording authors the opportunity to present and discuss their works with members; and receiving gifts, bequests, and contributions, in any form, collecting dues, and using, applying, investing, and reinvesting the principal and/or income therefrom or distributing the same for the above purposes. In these Articles, the term "I.R.C." means the Internal Revenue Code, and references to provisions thereof are to such provisions as from time to time amended and to corresponding provisions of any future United States Internal Revenue Law.

ARTICLE IV
CORPORATE NET EARNINGS; ACTIVITIES

No part of the net earnings or net income of the Corporation shall inure to the benefit of, or be distributed to, its members, directors, officers, or other private individuals (except that

the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Corporation, which services are necessary to carrying out the exempt purposes of the Corporation. No director or officer of the Corporation shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office, at any time. Notwithstanding any other provision of these Articles of Incorporation, 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 I.R.C. Section 501(c)(3), or (b) by a corporation, contributions to which are deductible under I.R.C. Section 170(c)(2).

ARTICLE V **DEDICATION OF ASSETS; DISTRIBUTION ON DISSOLUTION**

The assets of the Corporation are irrevocably and permanently dedicated to the purposes set forth in Article III. Upon the dissolution of the Corporation, its assets shall be distributed to one or more organizations exempt from federal income tax under I.R.C. Section 501(c)(3) to be used for the exempt purposes of such organization(s), 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 a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as the court shall determine, that are organized and operated exclusively for such purposes.

ARTICLE VI
INCORPORATORS

The name and address of the incorporator are:

Name

Address

Kimberly Leach Johnson

4501 Tamiami Trail North
Suite 300
Naples, Florida 33940

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 4501 Tamiami Trail North, Suite 300, Naples, Florida 33940, and the name of the initial registered agent of this Corporation at that address is: Kimberly Leach Johnson.

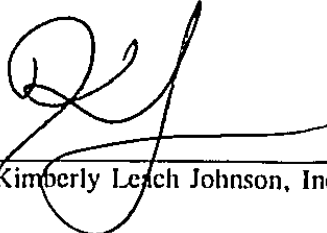
ARTICLE VIII
PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is: 4501 Tamiami Trail North, Suite 300, Naples, Florida 33940.

ARTICLE IX
DIRECTORS

The directors of this Corporation shall be elected as provided in the bylaws.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 5 day of April, 1996.




Kimberly Leach Johnson, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

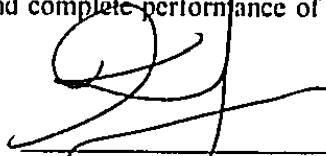
IN COMPLIANCE WITH SECTION 48.091, AND SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

THAT GULF SHORE LITERARY SOCIETY, INC., desiring to organize or qualify
under the laws of the State of Florida, with its principal place of business located at 4501
Tamiami Trail North, Suite 300, Naples, Florida 33940, has named Kimberly Leach Johnson,
Esquire, located at 4501 Tamiami Trail North, Suite 300, Naples, Florida, as its agent to accept
service of process within Florida.



Kimberly Leach Johnson, Incorporator
Dated: April 5, 1996

Having been named to accept service of process for the above-stated corporation, at the
place designated in this Certificate, Kimberly Leach Johnson hereby agrees to comply with the
provisions of all statutes relative to the proper and complete performance of its duties.



Kimberly Leach Johnson
Dated: April 5, 1996