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WILLIAM HARRISON

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4/26/96

FLORIDA DIVISION OF CORPORATIONS

12:12 PM

PUBLIC ACCESS SYSTEM

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ELECTRONIC FILING COVER SHEET

TO: JAMES O. CORPORATION, 1004 MAGNOLIA AVENUE, BAY COUNTY, FL 32101

STATE OF FLORIDA

EAST GARDEN STREET

LAHESSE, FL 33555

FAX (904) 22-4000

CONTACT: WILLIAM G. HARRISON JR.

PHONE: (904) 769-3434

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DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION

NAME: FOR THE CHILDREN OF BAY COUNTY, INC.

FAX AUDIT NUMBER: H96000005928

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/26/1996

TIME REQUESTED: 12:12:28

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 6

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 076630000526

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FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

April 29, 1996

HARRISON SALE MCCLOY & THOMPSON

PANAMA CITY, FL 32401

SUBJECT: FOR THE CHILDREN OF BAY COUNTY, INC.
REF: W96000009088

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please correct statement in Article V.

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) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H96000005928
Letter Number: 496A00020284

FAX AUDIT #H96000005928

ARTICLES OF INCORPORATION
OF
FOR THE CHILDREN OF BAY COUNTY, INC.

The undersigned subscriber to these Articles of Incorporation hereby subscribes to and forms a corporation not for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is FOR THE CHILDREN OF BAY COUNTY, INC. The principal office of the corporation is 547 Wahoo, Panama City Beach, Florida 32411 and the mailing address is 547 Wahoo, Panama City Beach, Florida 32411.

ARTICLE II

Purpose

This corporation is organized for the purpose of purchasing school supplies for underprivileged children.

William G. Harrison, Jr.
Florida Bar # 0765058
Harrison, Sale, McCloy &
Thompson
P.O. Box 1579
Panama City, Florida 32402
(904) 769-3434
FAX AUDIT # H96000005928

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ARTICLE III

DURATION

This corporation shall have perpetual existence and shall commence on filing.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 304 Magnolia Avenue, Panama City, Florida 32401. The name and address of the initial registered agent of this corporation is William G. Harrison, Jr., 304 Magnolia Avenue, Panama City, Florida 32401.

ARTICLE V

BOARD OF DIRECTORS

This corporation shall have eight directors initially. The number of directors may be either increased or diminished from time to time as provided in the by-laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

William G. Harrison, Jr.
Florida Bar # 0765058
Harrison, Sale, McCloy &
Thompson
P.O. Box 1579
Panama City, Florida 32402
(904) 769-3434
FAX AUDIT # H96000005928

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Tracy Johnstone, Pres.
c/o McDonald's
P.O. Box 610
Panama City, FL 32402

Don McBrayer/Eric Robinson, VP
c/o Palo Alto Church of Christ
3119 Highway 231
Panama City, FL 32405

Donna Williams, Sec.
c/o McDonald's
P.O. Box 610
Panama City, FL 32402

Cliff Broadwater, Treas.
c/o Office Depot
402 W. 23rd Street
Panama City, FL 32405

Rick Oualllette, Dir
1001 E. Bus. 98
Panama City, FL 32401

Brent Struense, Dir
8195 Front Beach Rd.
Panama City, FL 32407

Kim Styles, Dir
c/o Arrow 95.9
2316-A 23rd St.
Panama City, FL 32405

Nicola Barfield, Dir
c/o The News Herald
P.O. Box 1940
Panama City, FL 32402

Directors are to be elected as provided in the by-laws.

ARTICLE VI

Incorporators

The name and address of the person signing these Articles is:

Tracy Johnstone, Pres.
c/o McDonald's
P.O. Box 610
Panama City, FL 32402

IN WITNESSED WHEREOF, I have hereunto set my hand and seal
this 26th day of April, 1996.

Tracy Johnstone (Seal)
Tracy Johnstone

William G. Harrison, Jr.
Florida Bar # 0765058
Harrison, Sale, McCloy &
Thompson
P.O. Box 1579
Panama City, Florida 32402
(904) 769-3434
FAX AUDIT # H96000005928

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STATE OF FLORIDA
COUNTY OF BAY

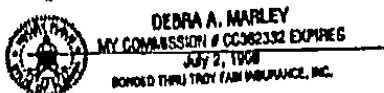
The foregoing instrument was acknowledged before me this 26th
day ~~XXXXXX~~ of April, 1996, by William G. Harrison, Jr.,

(X) who is personally known to me.
() who produced _____ as identification.

Debra A. Marley
Signature of Notary Public

Print name Debra A. Marley

My Commission Expires:



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William G. Harrison, Jr.
Florida Bar # 0765058
Harrison, Sale, McCloy &
Thompson
P.O. Box 1579
Panama City, Florida 32402
(904) 769-3434
FAX AUDIT # H96000005928