

N9600002397

April 26, 1996

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-04/29/96--01122--018  
\*\*\*122.50 \*\*\*122.50

Re: SUNSHINE STATE QUILTERS ASSOCIATION, INC.

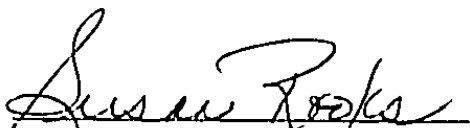
Ladies/Gentlemen:

Enclosed please find Articles of Incorporation, together with one copy of same, and my check in the amount of \$122.50. Please file the Articles, issue and return to me a certified copy of same and my Charter.

Should you have any questions or wish further information, please do not hesitate to contact me.

Thank you for your cooperation and assistance herein.

Yours very truly,



Susan Rooks  
4210 Cordgrass Inlet Drive  
Jacksonville Beach, Florida 32250  
(904) 223-3639

FILED  
56 APR 29 AM 9:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MSB  
5/6/96

ARTICLES OF INCORPORATION  
OF  
SUNSHINE STATE QUILTERS ASSOCIATION, INC.  
A FLORIDA NONPROFIT CORPORATION

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation shall be SUNSHINE STATE QUILTERS ASSOCIATION, 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 purposes of this corporation shall be to engage in the activity of promoting and encouraging the practice and appreciation of quilting.

B. The purpose for which the CORPORATION is organized are exclusively religious, charitable, scientific, literary, or educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law;

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

D. 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

distribution to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to those people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

#### ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent is MARILYN CUNNINGHAM, and the initial registered office is 3734 Sarah Brook Court, Jacksonville, Florida 32277.

#### ARTICLE V - INITIAL BOARD OF DIRECTORS

The Directors are elected or appointed as stated in the bylaws. The initial Board of Directors shall have four members whose names and addresses are:

MARILYN CUNNINGHAM  
3734 Sarah Brook Court  
Jacksonville, Florida 32277

MARION INGRAM  
3128 Townsend Boulevard  
Jacksonville, Florida 32277

SUSAN ROOKS  
4210 Cordgrass Inlet Drive  
Jacksonville Beach, Florida 32250

SUSIE MURRAY  
858 S.E. Stafford Drive  
Stuart, Florida 34996

The number of directors may be raised or lowered by amendment of the bylaws but shall in no case be less than four.

#### ARTICLE VI - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office is 3734 Sarah Brook Court, Jacksonville, Florida 32277, and is the same address as the initial registered agent of the corporation as contained in Article IV of these Articles of Incorporation.

#### ARTICLE VII - OFFICERS

The officers of the Corporation shall consist of a President, First Vice President, Corresponding Secretary, and Treasurer. Other officers may be provided for in the Bylaws. The manner of election of officers shall be as specified in the Bylaws. The names, titles and addresses of each of the initial Officers of the Corporation are as follows:

President  
MARILYN CUNNINGHAM  
3734 Sarah Brook Court  
Jacksonville, Florida 32277

Corresponding Secretary  
MARION INGRAM  
3128 Townsend Boulevard  
Jacksonville, Florida 32277

Treasurer  
SUSAN ROOKS  
4210 Cordgrass Inlet Drive  
Jacksonville Beach, Florida 32250

First Vice President  
SUSIE MURRAY  
858 S.E. Stafford Drive  
Stuart, Florida 34996

#### ARTICLE VIII - INCORPORATORS

The name and address of the incorporator of this corporation is: SUSAN ROOKS, 4210 Cordgrass Inlet Drive, Jacksonville Beach, Florida 32250.

#### ARTICLE IX - NONSTOCK BASIS

The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of Florida Not For Profit 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 - DISSOLUTION OF CORPORATION

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State or Local government for exclusive public purposes.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation on this 25 day of April, 1996.

Susan M. Rooks  
SUSAN ROOKS

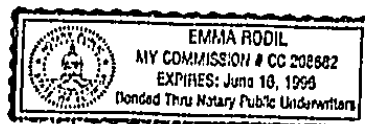
STATE OF FLORIDA  
COUNTY OF DUVAL

R200-19347-719-0 6/99

The foregoing Articles of Incorporation was acknowledged before me this 25 day of April, 1996, by SUSAN ROOKS, who is personally known to me or who has produced FLORIDA DRIVER'S LIC as identification.

Emma Rodil

Notary Public, State of Florida



CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZATION 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 SUNSHINE STATE QUILTERS ASSOCIATION, INC.

2. The name and address of the registered agent and office is: MARILYN CUNNINGHAM, 3734 Sarah Brook Court, Jacksonville, Florida 32277.

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 am familiar with and accept the obligations of my position as registered agent.

*April 26, 1996*  
Date

*Marilyn Cunningham*  
MARILYN CUNNINGHAM  
3734 Sarah Brook Court  
Jacksonville, Florida 32277

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA