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November 12, 1997

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

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-11/14/97--01056--015
*****70.00 *****70.00

RE: Filing of Articles of Incorporation
Parents, Families & Friends of Lesbians and Gays
of Pinellas County, Inc.
Not for Profit Corporation

Dear Sir/ Madam:

I represent the incorporators of the proposed corporation. Please find enclosed an original and one (1) copy of the Articles of Incorporation; the Certificate of Designation of Registered Agent; and a check in the amount of \$70.00 (filing fee for Articles and Designation). The proposed name of the corporation is indicated above.

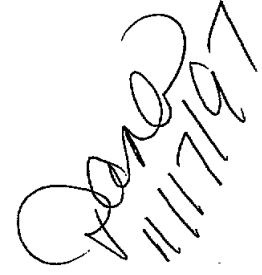
If you should have any questions or need additional information, please do not hesitate to give me a call.

Sincerely,


Garth R. Goodman, Esq.

FILED
97 NOV 14 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

encls. as stated above



**ARTICLES OF INCORPORATION
OF
PARENTS, FAMILIES & FRIENDS OF LESBIANS AND GAYS
OF PINELLAS COUNTY, INC.**

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporators of a not for profit corporation pursuant to Chapter 617, Florida Statutes, and as natural persons competent to contract, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be:

**PARENTS, FAMILIES & FRIENDS OF LESBIANS AND GAYS
OF PINELLAS COUNTY, INC.**

The principal place of business and the mailing address of this corporation shall be: 6085 Park Boulevard, Pinellas Park, Pinellas County, Florida 33781.

ARTICLE II

Purposes

The specific purposes for which the corporation is organized are:

- A. This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, and which do not conflict with the purposes set forth herein.
- B. To hold and manage property and funds for charitable and eleemosynary purposes, including the assistance and support of charitable and eleemosynary institutions, associations and undertakings.
- C. To provide a support system for families and friends of lesbians and gays in their effort to understand, accept, and support their children with love and pride.
- D. To provide education for individuals and the community at large on the nature of homosexuality.
- E. To support the full human rights and civil rights of lesbians and gays.
- F. To speak out and act whenever necessary to defend and enhance those human rights and civil rights.
- G. This is a non-stock, non-profit corporation. Said corporation is organized exclusively for charitable, religious, education, and scientific purposes within the meaning of the Section 501(c)3 of the Section of the Internal Revenue Code of 1954.
- H. The corporation shall have a perpetual existence.

ARTICLE III
Board of Directors

All corporate powers must be exercised by or under the authority of, and the affairs of the corporation managed under the direction of, its board of directors, subject to any limitation set forth in these said Articles of Incorporation. Further, all Directors must be natural persons who are eighteen (18) years of age or older; must be residents of the State of Florida; and must be active members of this corporation.

The Board of Directors must consist of three or more individuals, with the number specified in or fixed in accordance with by-laws. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the by-laws, but this corporation must never have fewer than three directors.

Initial Board of Directors: The names and addresses, including street and number if any, of persons who are to serve as directors until the first annual meeting of members or until successors are elected and shall qualify are:

Thereafter, Directors shall be elected or appointed in the manner and the terms provided in the corporation's by-laws. As set forth in the By-laws, each director shall hold office for the term to which he is elected or appointed and until his successor has been elected or appointed and qualified or until his earlier resignation, removal from office, or death.

The By-laws shall specify all matters relating to meetings of the Board of Directors. These matters shall include, without limitation, the holding of regular or special meetings of the Board; who may call a meeting of the Board; what shall constitute a quorum at a meeting of the Board; actions that may be taken without a meeting of the Board; and notice of meetings and waiver thereof.

A director shall discharge his duties as a director in good faith; with the care an ordinarily prudent person in a like position would exercise under similar circumstances; and in a manner he reasonably believes to be in the best interests of the corporation. A director is not personally liable for monetary damages to any person for any statement, vote, decision, or failure to take an action, regarding organizational management or policy by a director unless: a) The director breached or failed to perform his duties as a director; and b) the director's breach of, or failure to perform, his duties constitutes a violation of the criminal law, a transaction from which the director derived an improper personal benefit, or recklessness or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property.

ARTICLE IV
Bylaws

The initial bylaws of the corporation shall be adopted by the Board of Directors. The power to alter, amend, or repeal the bylaws or adopt new bylaws shall be vested in the Board of Directors. The bylaws shall contain provisions for the regulation and management of the affairs of the corporation not inconsistent with the law or these Articles of Incorporation.

ARTICLE V
Limitation of corporate powers

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, and is limited as follows:

This corporation is not organized for the pecuniary profit of its members, directors or officers. A dividend may not be paid, 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 except that the corporation may pay compensation in a reasonable amount to its members, directors, or officers for services rendered, may confer benefits upon its members in conformity with the above purposes, and, upon dissolution or final liquidation, may make distributions to its members as permitted by Florida Chapter 617. Any such payment, benefit, or distribution does not constitute a dividend or a distribution of income or profit.

The corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United State Internal Revenue Law).

ARTICLE VI
Initial Registered Agent and Street Address

The name and the street address of the initial registered agent is:

Harold M. Brockus
Good Samaritan Church
6085 Park Blvd.
Pinellas Park, FL 33781

ARTICLE VII
Incorporator

The name and street address of the incorporator(s) for these Articles of Incorporation is (are):

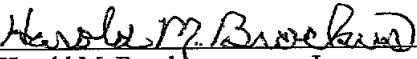
Harold M. Brockus
6085 Park Blvd.
Pinellas Park, FL 33781

Esther Roth
6085 Park Blvd.
Pinellas Park, FL 33781

ARTICLE VIII
DISSOLUTION OF CORPORATION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such a manner, or to such organization(s) organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization(s) under Section 501(c)3 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 10th day of November, 1997.

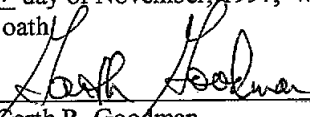

Harold M. Brockus, Incorporator

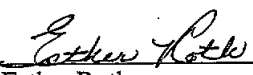
STATE OF FLORIDA)
COUNTY OF PINELLAS)

Sworn to and subscribed before me, the undersigned authority, personally appeared Harold M. Brockus, this 10th day of November, 1997, who is personally known to me and who did not take an oath.



GARTH GOODMAN
My Commission CC404513
Expires Aug. 31, 1998
Bonded by HAI
800-422-1555


Garth R. Goodman
Notary Public
My Commission expires: August 31, 1998

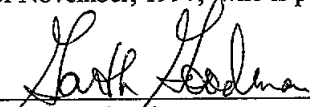

Esther Roth, Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

Sworn to and subscribed before me, the undersigned authority, personally appeared Esther Roth, this 10th day of November, 1997, who is personally known to me and who did not take an oath.



GARTH GOODMAN
My Commission CC404513
Expires Aug. 31, 1998
Bonded by HAI
800-422-1555


Garth R. Goodman
Notary Public
My Commission expires: August 31, 1998

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED 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:

PARENTS, FAMILY, & FRIENDS OF LESBIANS AND GAYS of PINELLAS COUNTY, Inc.
(must include suffix)

2. The name and address of the registered agent and office is:

HAROLD M. BROCKUS
(NAME)

6085 BAY BLVD.
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

PINELLAS PARK, FL 33781
(CITY/STATE/ZIP)

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

Harold M. Brockus
(SIGNATURE)

11/10/97
(DATE)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA