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TRANSMITTAL LETTER

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

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SUBJECT: INDIAN RIVER NATIVE AMERICAN ASSOCIATION, INC.
(Proposed corporate name - must include suffix)

Enclosed is an **original and one (1) copy** of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: BARBARA HERRIN
Name (Printed or typed)

465 WILDWOOD DRIVE
Address

NEW SMYRNA BEACH, FL 32168
City, State & Zip

(904) 427-3175, 424-8860 ANSWERING MACHINE
Daytime Telephone number

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NOTE: Please provide the original and one copy of the articles.

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ARTICLES OF INCORPORATION
OF
INDIAN RIVER NATIVE AMERICAN ASSOCIATION, INC.
(A Florida Non-Profit Corporation)

ARTICLE I
CORPORATE NAME

The name of this corporation shall be
INDIAN RIVER NATIVE AMERICAN ASSOCIATION, INC.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office of this corporation, and its corporate mailing address is 465 Wildwood Drive, New Smyrna Beach, Florida 32168, and at such other place or places in the State of Florida as may be determined by the corporation.

ARTICLE III
PURPOSE AND NATURE OF BUSINESS

The objectives and purposes of the corporation shall be as follows:

- (a) The primary purpose for which this corporation is organized is to educate the general public about the history and culture of native, indigenous peoples, through exhibits, instructional programs, social gatherings, and special events.
- (b) The general purpose for which the corporation is organized is to operate exclusively for such educational and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax law, including, for such purposes, the making of distributions to organizations which qualify as tax exempt organizations under that code. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provision of any future federal tax law.

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(c) This corporation shall have and exercise all rights and powers conferred on corporations not for profit generally under the laws of the State of Florida. Provided, however, that the corporation is not empowered to engage in any activity which is not itself in furtherance of its purpose as set forth in paragraphs (a), (b) and (e) of this Article, nor is it empowered to engage in any activities mentioned in paragraphs (d) of this Article.

(d) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation. Nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

(e) For the purpose of carrying out its objectives and purposes, the corporation may acquire, receive, and hold in its own name, by purchase, gift, grant, or bequest, any real property, and may transfer, sell, mortgage, convey, let or otherwise use the same subject to and in accordance with these Articles of Incorporation and any by-laws of the corporation adopted hereafter, consistent with the purposes for which the corporation is formed.

ARTICLE IV **BOARD OF DIRECTORS**

The corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time as stated in and regulated by the by-laws adopted by the Board of Directors, but shall never be less than three (3). The names of the initial directors of this corporation and their street addresses are:

BARBARA J. HERRIN, 465 Wildwood Drive, New Smyrna Beach, Florida 32168

DELMER L. CROMER, 465 Wildwood Drive, New Smyrna Beach, Florida 32168

JAMES C. CROMER, 465 Wildwood Drive, New Smyrna Beach, Florida 32168

The persons named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first. The manner in which directors are elected or appointed shall be as stated and regulated in the by-laws adopted by the Board of Directors.

ARTICLE V
OFFICERS

The officers of this corporation shall be a President, a Vice President, a Secretary, and a Treasurer, and any other officers as the Board of Directors may deem necessary. Any two or more offices may be held by the same person. Until the first annual meeting of the corporation, the following shall be the initial officers of the corporation:

President	BARBARA J. HERRIN
Vice-President	DELMER L. CROMER
Secretary / Treasurer	JAMES C. CROMER

The officers shall hold office for one year from their election or until their successor or successors are duly elected and qualified, in a manner as prescribed in the by-laws of this corporation.

ARTICLE VI
BY-LAWS

The by-laws of the corporation are to be made, altered or rescinded by a two-thirds (2/3's) vote of the directors of the corporation.

ARTICLE VII
REGISTERED AGENT
AND
INITIAL REGISTERED OFFICE

The name of the initial Registered Agent shall be: **BARBARA J. HERRIN**, and the street address of the initial Registered Office of this corporation in the State of Florida shall be: 465 Wildwood Drive, New Smyrna Beach, Florida 32168. The Board of Directors may, from time to time, move the registered office to any other address in the State of Florida.

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is: **BARBARA J. HERRIN**, 465 Wildwood Drive, New Smyrna Beach, Florida, 32168.

ARTICLE IX
MEMBERSHIP

The qualifications for members and the manner of their admission, the different classes of membership, the voting and other rights and privileges of members and the termination of membership, shall be as stated in and regulated by the by-laws adopted by the Board of Directors.

ARTICLE X
CORPORATE EARNINGS

This corporation is organized on a non-stock basis and shall not issue shares of stock. No dividend shall be paid. No part of the net earnings of this corporation shall inure to the benefit of any member or individual, except through the acquisition, construction, management, maintenance or care of the corporation's property, or through the rebate of the excess membership dues, fees, or assessments.

ARTICLE XI
DISSOLUTION

In the event of the liquidation or dissolution of the corporation, whether voluntary or involuntary, no member shall be entitled to any distribution or division of its remaining assets, and the balance of all remaining assets after the payment of all debts and obligations of the corporation shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to one or more organizations that are exempt under said section, or to a state, local or federal government, for a public purpose. Any such assets not disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XII
TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon filing of these Articles.

ARTICLE XIII
AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by an affirmative vote of the majority of those members of the Board of Directors present at the annual meeting or at a special meeting of the Board called for that purpose.

ARTICLE XIV
INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned as Incorporator has executed the foregoing Articles of Incorporation on this 1st day of December, 1997.

Cecil E. Hatcher
Witness

Ann M. Vetter
Witness

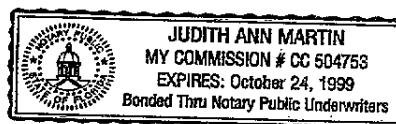
Barbara J. Herrin
BARBARA J. HERRIN,
Incorporator

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared **BARBARA J. HERRIN**, to me personally known or who has produced _____ as identification, and who acknowledged before me that she executed the foregoing Articles of Incorporation for the purposes therein expressed.

Witness my hand and official seal in the County and State last aforesaid this 15th day of December, 1997. *JAM*

Judith Ann Martin
JUDITH ANN MARTIN
(Notary-print name)
Notary Public-State of Florida
Commission No:
My Commission Expires:



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

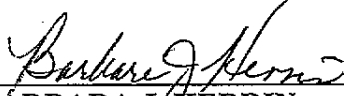
In compliance with Section 48.091, Florida Statutes, the following is submitted:

That the *INDIAN RIVER NATIVE AMERICAN ASSOCIATION, INC.*, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at the City of New Smyrna Beach, County of Volusia, State of Florida, has named **BARBARA J. HERRIN** as its agent, and 465 Wildwood Drive, New Smyrna Beach, Volusia County, Florida, as its address at which to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of said Statute relative to keeping open of said office.

DATED this 1st day of December, 1997.



BARBARA J. HERRIN,
as Registered Agent

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