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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 16 AM 10:02

John C. Barrett

5 Calle Traviesa
Pensacola Beach, FL 32561 [U.S.A.]
Home phone: (850) 934-8953
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February 14, 1998

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

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-02/16/98--01041--002
*****78.75 *****78.75

Re: Citizens' Island Association, Inc.

Dear People:

Enclosed is an original and one copy of the Articles of Incorporation of the above-named entity, a non-profit organization, and a check for \$78.75 for the filing fee and certificate.

Please return the certificate to the undersigned:

LuAnne S.T. Barrett
John C. Barrett
5 Calle Traviesa
Pensacola Beach, FL 32561
(904) 934-8953

Thank you.

Sincerely yours


LUANNE S.T. BARRETT
JOHN C. BARRETT

D. BROWN FEB 17 1998

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ARTICLES OF INCORPORATION
OF THE
CITIZENS' ISLAND ASSOCIATION, INC.

The undersigned, a majority of whom are citizens of the United States of America, for the purpose of forming a corporation under the Florida Nonprofit Business Corporation Act hereby adopt the following Articles of Incorporation.

ARTICLE I: Name

The name of this corporation shall be the CITIZENS' ISLAND ASSOCIATION, INC.

ARTICLE II: Principal Office

The principal mailing address of the corporation shall be: P.O. Box 942, Gulf Breeze,, Florida 32561.

ARTICLE III: Purpose of Organization

THE CITIZENS' ISLAND ASSOCIATION, INC. is organized exclusively for charitable, educational, and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, including the making of distributions to other organizations that qualify as exempt organizations under sections 501(c)(3) or 501(a) of the Internal Revenue Code or the corresponding section of any future tax code. The corporation shall have perpetual existence.

ARTICLE IV: Initial Registered Agent and Street Address

The name and street address of the initial registered agent of the corporation is: John C. Barrett, Registered Agent, 5 Calle Traviesa - Pensacola Beach, Florida 32561.

ARTICLE V: Incorporators

The names and addresses of the initial incorporators of these Articles of Incorporation are:

1. LuAnne S.T. Barrett, P.O. Box 942, Gulf Breeze, FL 32561;
- and
2. John C. Barrett, P.O. Box 942, Gulf Breeze, FL 32561.

ARTICLE VI: Mission

This corporation shall be organized as a non-profit, tax exempt charitable, educational, and scientific corporation within the meaning of section 501(c)(3) of the Internal Revenue Code of the United States of America and under the laws of the State of Florida. The specific mission of the corporation shall be to sponsor educational, literary, and scientific programs, events, public forums, lectures, and publications, and to engage in similar associated public activities designed to improve the quality of community life, governing institutions, protection of flora and fauna, and the general enhancement of the environment of the barrier island known as Santa Rosa Island, Florida.

ARTICLE VII: NON-DISCRIMINATION

The CITIZENS' ISLAND ASSOCIATION, INC. is an equal opportunity organization. It does not discriminate on the basis of race, color, national or ethnic origin, sex, age, or handicap.

ARTICLE VIII: GOVERNANCE

The corporation shall be governed by the board of directors in accordance with the corporation's bylaws.

ARTICLE IX: EFFECTIVE DATE

The effective date of incorporation under these Articles of Incorporation shall be: the date of filing of these Articles with the Florida Department of State. The corporation's fiscal and tax year shall run from January 1 through December 31 of each calendar year.

ARTICLE X: DISTRIBUTION OF CORPORATE EARNINGS AND ASSETS.

No part of the net earnings or assets of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of set forth in Article III.

ARTICLE XI. SUBSTANTIALITY OF CORPORATE ACTIVITIES.

No substantial part of the activities of the corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, and political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, 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 section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code; or (b) by a corporation, contributions to which are deductible under section


170(c)(2) of the Internal Revenue Code or corresponding section of any future federal tax code.

XII. DISSOLUTION OF CORPORATION

Upon the dissolution of the corporation, assets shall be distributed to and for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, or shall be distributed to the federal government or to a state or local government for a public purpose. Any assets not so disposed of shall be disposed 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 organizations as such court shall determine which are organized and operated exclusively for such purposes.

The undersigned incorporators have executed these Articles of Incorporation this 10th day of February, 1998.

I UNDERSTAND AND ACCEPT THE
DUTIES AS REGISTERED AGENT
FOR THE ABOVE MENTIONED
CORPORATION.



INCORPORATOR / REGISTERED AGENT

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