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TRANSMITTAL LETTER

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

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-02/20/98--01064--003
*****70.00 *****70.00

SUBJECT: OPTIMIST CLUB OF PENSACOLA BEACH, 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: RONALD J. ZAHM
Name (Printed or typed)

114 FAIRPOINT DRIVE
Address

GULF BREEZE, FLORIDA 32561
City, State & Zip

(850) 932-6405
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 20 PM 1:09

Ronald J. Zahm

86-02-23-98
511

ARTICLES OF INCORPORATION
OF
OPTIMIST CLUB OF PENSACOLA BEACH, INC.
(A Florida Corporation Not For Profit)

FILED OF STATICS
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 FEB 20 PM 1:09

I, the undersigned, as President of the Optimist Club of Pensacola Beach, an unincorporated association, desiring to incorporate a corporation not for profit in accordance with the provisions of Chapter 617, Florida Statutes, do make and file these Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be OPTIMIST CLUB OF PENSACOLA BEACH, INC.

ARTICLE II. DURATION, AND OFFICE ADDRESS

The duration of the corporation shall be perpetual and its existence shall commence upon the filing of these Articles of Incorporation by the Department of State. The street address of the principal office of the corporation is: 1 W. Galvez Ct., Pensacola Beach, Florida 32561. The mailing address is as above, or to P. O. Box 1014, Gulf Breeze, Florida, 32562-1014.

ARTICLE III. PURPOSE

The corporation is organized for the purposes of educational and professional development of its members as well as marketing the services and qualifications of its members. Further, to develop optimism as a philosophy of life; to promote an active

interest in good government and civic affairs; to inspire respect for law; to promote patriotism and work for international accord and friendship among all people; and to aid and encourage the development of youth in the belief that the giving of one's self in service to others will advance the well-being of man, his community and world; to become a "partner in education" with the faculty and students of the Pensacola Beach Elementary School, and engage in providing various outlets in the form of activities and learning projects for elementary level students; and to become involved in as many civic oriented projects with the Pensacola Beach community consistent with the availability of Club funds.

ARTICLE VI. INITIAL AND SUBSEQUENT BOARD OF DIRECTORS

(May 14, 1996 - September 30, 1997)

The corporation shall have eleven (11) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). Elections of Board of Directors and Club Officers shall be by member vote, conducted annually in April of each ensuing year in accordance with the bylaws of Optimist International and the Optimist Club of Pensacola Beach, Inc. The names and addresses of the charter directors of the Club were:

<u>Name</u>	<u>Address</u>
April Hargrove President	500 Maldonado Drive Pensacola Beach, FL 32561
Russell Mann Vice President	10 Sabine Drive Pensacola Beach, FL 32561
Lynn Cieutat Vice President	1311 Maldonado Drive Pensacola Beach, FL 32561

Ronald J. Zahm
Secretary-Treasurer

114 Fairpoint Drive
Gulf Breeze, FL 32561

Barbara Bonowicz
Director, 1 Year

5631 Hibiscus Road
Pensacola, FL 32504

Lauren Carter
Director, 2 Year

402 Fairpoint Drive
Gulf Breeze, FL 32561

Maurene Flanagan
Director, 2 Year

9 Ensenada Quatro
Pensacola Beach, FL 32561

Lillian Kamphuis
Director, 1 Year

999 Ft. Pickens Road, #306
Pensacola Beach, FL 32561

Samantha Rayfield
Director, 2 Year

1400 Via De Luna Drive
Pensacola Beach, FL 32561

Carol Robison
Director, 1 Year

1070 Bayshore Road, #E
Gulf Breeze, FL 32561

Thomas C. Wirth
Director, 1 Year

1 W. Galvez Ct.
Pensacola Beach, FL 32561

CURRENT BOARD OF DIRECTORS

(October 1, 1997 - September 30, 1998)

Thomas C. Wirth
President

1 W. Galvez Ct.
Pensacola Beach, FL 32561

Lynn Cieutat
Vice President

1311 Maldonado Drive
Pensacola Beach, FL 32561

Louise Greenley
Vice President

262 Sabine Drive
Pensacola Beach, FL 32561

Bettie Lee Watson
Secretary

1308 E. Belmont Street
Pensacola, FL 32501

Carol A. Dueker
Treasurer

1100 Ft Pickens Rd, # E5
Pensacola Beach, FL 32561

Therese Brannon
Director, 2 Year

1625 Bulevar Mayor, F-2
Pensacola Beach, FL 32561

Maurene Flanagan
Director, 1 Year

9 Ensenada Quatro
Pensacola Beach, FL 32561

April Hargrove
Director, 2 Year

500 Maldonado Drive
Pensacola Beach, FL 32561

Samantha Rayfield
Director, 1 Year

1400 Via De Luna Drive
Pensacola Beach, FL 32561

Ronald J. Zahm
Director, 2 Year

114 Fairpoint Drive
Gulf Breeze, FL 32561

The position of Sergeant-At-Arms and/or Parliamentarian for this Club, if filled, shall be by appointment of the President with concurrence of the Board of Directors. Neither incumbent shall be a voting Board member. The position of Secretary-Treasurer, or Secretary and Treasurer may be appointed by the elected Club President, subject to approval by the Board of Directors.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address for the corporation's initial registered office is 114 Fairpoint Drive, Gulf Breeze, Florida 32561. The initial registered agent is Ronald J. Zahm, retired, and active Club member of the Optimist Club of Pensacola Beach, Inc., whose street address is 114 Fairpoint Drive, Gulf Breeze, Florida 32561.

ARTICLE VII. INCORPORATION

The name and address of the incorporator and subscriber to these Articles is Ronald J. Zahm, whose position within the Club and current address is: Director, 114 Fairpoint Drive, Gulf Breeze, Florida 32561.

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The name and address of the incorporator and subscriber to these Articles is Ronald J. Zahm, whose position within the Club and current address is: Director, 114 Fairpoint Drive, Gulf Breeze, Florida 32561.

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be invested in the Board of Directors and shareholders (members).

ARTICLE IX. AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders (members) is subject to this revision.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 18th day of Febr, 1998.

Thomas C. Wirth
THOMAS C. WIRTH

STATE OF FLORIDA
COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this 18th day of February, 1998, by THOMAS C. WIRTH, who is personally known to me.
PRODUCED FINAL AS IT

SIGN: Linda Y. Martel
Notary Public, State of Florida



ACCEPTANCE OF REGISTERED AGENT

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

DATED this January day of 17th, 1998.

By: Ronald J. Zahm
Ronald J. Zahm

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 20 PM 1:11