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Ralph A. Richardson

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March 18, 1998

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-03/23/98--01112--019
***122.50 ***122.50

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

Re: NAPLES ART CRAFTERS, INC.

Dear Sir or Madam:

I enclose two Articles of Incorporation for the above referenced corporation together with the Certificate of Designation and Acceptance of the Registered Agent. Additionally, I enclose a check in the amount of \$122.50 for expenses as follows:

Filing Fee	\$35.00
Certified Copy	52.50
Resident Agent Designation	35.00

If everything meets with your approval, please return the certified copy to this office.
Thank you.

Sincerely,

Ralph A. Richardson

RALPH A. RICHARDSON

RAR/lle

3649.7637

Enclosures

FILED
98 MAR 23 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

me 3/25/98

FILED
98 MAR 23 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

**NAPLES ART CRAFTERS, INC.
(A Corporation Not-For-Profit)**

The undersigned Incorporators, for the purpose of forming a corporation not-for-profit under the authority of Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

NAPLES ART CRAFTERS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 787 106th Ave. North, Naples, 34108.

ARTICLE III - PURPOSE

The specific and primary purposes for which this corporation is to promote crafts and fine arts for its members and the general public.

ARTICLE IV

The names and addresses of the incorporators and of the persons who are signing the Articles of Incorporation are:

HEIDI SALETKO
787 106th Ave.
Naples, Florida 34108

JOYCE SITTLER
6061 12th Ave. SW
Naples, Florida 34116

KIMBERLY PACKARD
821 Bluebird Street
Naples, Florida 34102

CANDY STRAFFORD
1310 Jeronimo Drive
Naples, Florida 34103

CHARLES O'NEAL
51 Hilo Court
Naples, Florida 34112

DONNA STEELE
870 Forest Ave.
Naples, Florida 34102

DEBBIE KLOTSKE
255 2nd Ave. North
Naples, Florida 34102

NANCY HANNIGAN
947 - Central Ave.
Naples, Florida 34102

DONNA STEELE
870 Forest Ave.
Naples, Florida 34102

ARTICLE V

The affairs of the Corporation shall be managed by a Board of Directors, consisting of not less than ten (10) and no more than fifteen (15) members (the exact number to be determined by the By-Laws), all of whom are to be elect by the members for staggered terms, all to be provided for in the By-Laws. The initial Board of Directors shall be all the incorporators as shown above. The officers consisting of a president, Vice President, Treasurer and Secretary shall be Directors.

ARTICLE VI

The officers shall be a President, Vice President, Secretary and Treasurer and such other officers as the members may direct. Such mandated officers shall be elected at the first meeting of

the Board of Directors following each annual meeting of the members.

The names of the officers who are to serve until the first election are:

President:	HEIDI SALETKO
Vice-President	JOYCE SITTLER
Treasurer	KIMBERLY PACKARD
Secretary	CANDY STRAFFORD

ARTICLE VII

The By-Laws of the Corporation may be made, altered, or rescinded at any annual meeting of the Corporation, or at any special meeting duly called for such purpose, on the affirmative vote of a majority of the members existing at the time of and present in person or by proxy at such meeting, except that the initial By-Laws of the Corporation shall be made and adopted by the Board of Directors.

ARTICLE VIII

Amendment to these Articles may be proposed by any member of the Corporation. These Articles may be amended at any annual meeting of the Corporation, or at any special meeting duly called and held for such purpose, on the affirmative vote of a majority of voting members present in person or by proxy at a lawfully called meeting and by not less than two-thirds (2/3) of the entire Board of Directors.

ARTICLE IX

On dissolution, the assets of the Corporation shall be distributed to any nonprofit corporation, Corporation, trust, or other organization organized and operated for similar purposes. In the event no such organization may be found, such assets shall be granted, conveyed, and assigned to an appropriate public agency to be used for purposes similar to these for which the Corporation was created.

ARTICLE X

REGISTERED AGENT AND REGISTERED ADDRESS: The initial registered agent of _____

the corporation shall be HEIDI SALETKO, and the initial registered address of the corporation shall be 787 106th Ave. North, Naples, Florida 34108.

ARTICLE XI

EFFECTIVE DATE: The effective date of this corporation shall be upon filing with the Office of the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles on this 10th day of February, 1998.

Heidi Saletko

HEIDI SALETKO

Joyce Sittler

JOYCE SITTLER

Kimberly Packard

KIMBERLY PACKARD

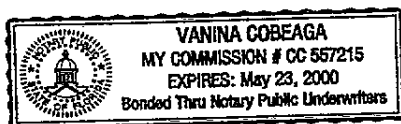
Candy Strafford

CANDY STRAFFORD

STATE OF FLORIDA
COUNTY OF

The foregoing instrument was acknowledged before me on February 10, 1997,
by **HEIDI SALETKO** who

() is personally known to me,
() has produced Florida driver license as identification.



Vanina Cobeaga

NOTARY PUBLIC

Printed Name: Vanina Cobeaga

My Commission expires: May 23, 2000.

STATE OF FLORIDA
COUNTY OF

The foregoing instrument was acknowledged before me on February 10, 1997,
by **JOYCE SITTLER** who

() is personally known to me,
X has produced FL driver license as identification.



Vanina Cobeaga
NOTARY PUBLIC
Printed Name: Vanina Cobeaga
My Commission expires: May 23, 2000.

STATE OF FLORIDA
COUNTY OF

The foregoing instrument was acknowledged before me on February 10, 1997,
by **KIMBERLY PACKARD**, who

() is personally known to me,
(X) has produced Florida driver license as identification.

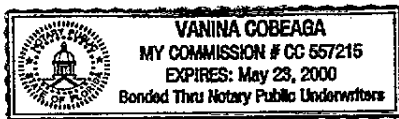


Vanina Cobeaga
NOTARY PUBLIC
Printed Name: Vanina Cobeaga
My Commission expires: May 23, 2000.

STATE OF FLORIDA
COUNTY OF

The foregoing instrument was acknowledged before me on February 10, 1997,
by **CANDY STRAFFORD** who

☒ is personally known to me,
☐ has produced _____ as identification.



Vanina Cobeaga
NOTARY PUBLIC
Printed Name: Vanina Cobeaga
My Commission expires: May 23, 2000.

STATE OF FLORIDA
COUNTY OF

The foregoing instrument was acknowledged before me on February 10, 1997,
by **CHARLES O'NEAL**, who

() is personally known to me,
Xp has produced Florida driver license as identification.

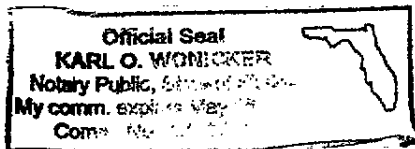


Vanina Cobeaga
NOTARY PUBLIC
Printed Name: Vanina Cobeaga
My Commission expires: May 23, 2000.

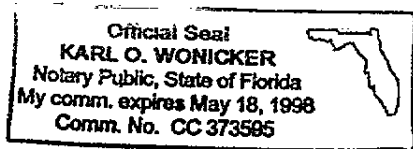
STATE OF FLORIDA
COUNTY OF

The foregoing instrument was acknowledged before me on 10/13, 1997,
by **DEBBIE KLOTSKE** who

☒ is personally known to me,
☐ has produced [Signature] as identification.



[Signature]
NOTARY PUBLIC
Printed Name: KARL O. WONICKER
My Commission expires: _____



STATE OF FLORIDA
COUNTY OF

The foregoing instrument was acknowledged before me on February 10, 1997,
by **NANCY HANNIGAN** who

() is personally known to me,
(X) has produced Fla driver license as identification.



Vanina Cobeaga
NOTARY PUBLIC
Printed Name: Vanina Cobeaga
My Commission expires: May 23, 2000

STATE OF FLORIDA
COUNTY OF

The foregoing instrument was acknowledged before me on February 10, 1997,
by **DONNA STEELE** who

() is personally known to me,
X has produced Florida driver license as identification.



Vanina Cobeaga
NOTARY PUBLIC
Printed Name: Vanina Cobeaga
My Commission expires: May 23, 2000.

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating their registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

NAPLES ART CRAFTERS, INC.

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

HEIDI SALETKO
787 106th Ave. North
Naples, Florida 34108

FILED
98 MAR 23 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 19, 1998

SIGNATURE:

Heidi Saletko

Incorporator

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.

SIGNATURE:

Heidi Saletko
HEIDI SALETKO

DATE:

January 19, 1998