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September 14, 1998

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, FL 32314

RE: Lakeview Optimist Club of St. Petersburg, Florida, Inc.

Gentlemen:

600002641066--6
-09/16/98-01059-010
***122.50 ***122.50

Enclosed please find the Articles of Incorporation for the Lakeview Optimist Club of St. Petersburg, Florida, Inc., and check #1191 in the amount of \$122.50 covering the incorporation fee for a not-for-profit corporation. Please forward all the appropriate certificates and copies back to me at the above address.

Any future correspondence after these initial materials are returned to me should be directed to Dorothy Patterson, Secretary, 847 Hillside Court South, St. Petersburg, FL 33705. Thank you very much for your assistance.

Very truly yours,

JOHN V. TUCKER

JVT/vlh

Encs.: Articles of Incorporation

Check #1191 - \$122.50

cc: Dorothy Patterson (w/encs.)

FILED
98 SEP 16 AM 9:55
SECRETARY OF STATE
TALLAHASSEE, FL 32314

T. SMITH SEP 21 1998

ANDERSON & TUCKER

Disability • ERISA • Health • Injury • Social Security Disability • Worker's Compensation

ARTICLES OF INCORPORATION

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I **CORPORATE NAME**

The name of the corporation will be: LAKEVIEW OPTIMIST CLUB OF ST. PETERSBURG, FL, INC.

ARTICLE II **PRINCIPAL OFFICE**

The principal place of business will be St. Petersburg, Florida and the mailing address of this corporation will be: c/o Dorothy Patterson, Secretary, 847 Hillside Court South, St. Petersburg, FL 33705.

ARTICLE III **PURPOSES OF THE CORPORATION**

The specific purposes for which the corporation is organized are:

To function as an Optimist Club affiliated with Optimist International. To operate as a not-for-profit organization for social welfare and civic improvement, and to develop Optimism as a philosophy of life, utilizing the tenets of the Optimist Creed; 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; 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 humankind, community life and the world.

The corporation shall not engage in any business of any kind ordinarily carried on for profit, and nothing in the Articles of Incorporation or in the constitution or bylaws shall authorize the corporation to, and the corporation shall not enter any transaction, carry on any activity, or engage in any business for pecuniary profit, and any income received by the corporation shall be applied only to the non-profit purposes and objectives of the corporation set forth herein, and no part thereof during membership or upon termination of membership shall inure to the benefit of any private member or individual.

Upon termination or dissolution of the corporation, the distribution of any surplus or property and

assets remaining after all of the debts and obligations of the corporation have been paid and satisfied shall be governed under the appropriate provisions granted to and vested in non-profit corporations organized and existing under the present statutes of the State of Florida and any acts supplementary or amendatory thereof.

ARTICLE IV

MANNER OF ELECTION OF OFFICERS AND DIRECTORS

Officers and Directors of the corporation shall be elected as follows:

- a) There shall be a President, two (2) Vice-Presidents, and a Secretary/Treasurer. There shall also be a total of eight (8) directors. Four (4) shall be elected for a one (1) year term and four (4) shall be elected for a two (2) year term. All except the Secretary /Treasurer (who shall be appointed) shall be elected at annual elections, unless a duly elected officer or director is unable to complete their term, in which case, a special election shall be conducted at a time and in a manner to be prescribed by the President.
- b) Not later than April 1, the President shall with the approval of the Board of Directors announce the appointment of a Nominating Committee of five (5) members. The Nominating Committee shall select at least one nominee for each expiring directorship. Such nominations, in writing, shall be delivered to the Secretary-Treasurer not later than fifteen (15) days thereafter.
- c) Upon receipt of the report of the Nominating Committee, the Secretary-Treasurer shall, within seven (7) days, mail to each member a notice listing the nominations of the Nominating Committee in alphabetical order, by office and stating the date of the meeting at which the election shall be conducted. Alternatively, this notice may be made through timely publication in the weekly club bulletin. The election shall not be later than April 30.
- d) During the meeting at which the election is conducted, the President shall read the notices by the Secretary-Treasurer and then proceed to conduct the annual election. Where there is only one nominee per open position, the President shall request a unanimous ballot for the nominee. Should the number of nominees for director exceed the number of vacancies, the required number receiving the highest number of votes shall be declared elected. For the positions of President and Vice President, a majority of votes cast shall be required to elect.
- e) Nothing in this article shall be construed as precluding nominations from the floor.
- f) Only members in good standing shall be eligible to serve as a director or vote.
- g) Voting shall be by individuals and no person may cast more than one vote. Proxies are prohibited.
- h) All directors shall assume the responsibilities of their respective offices on October 1 following their election.

ARTICLE V
INITIAL OFFICERS AND DIRECTORS

The following are the initial Officers and Directors of the corporation:

President:	Lilla Davis	Director - 1 Year:	Roger Francis
Vice-President:	Jerome Smith	Director - 1 Year:	Cathie Parrott
Secretary :	Delores Williams	Director - 1 Year:	Sidney Kirkpatrick
Treasurer :	Rev. Harry Parrott	Director - 1 Year:	Barbara Anders
		Director - 2 Year:	Mary Baker
		Director - 2 Year:	Carl Watts
		Director - 2 Year:	Nathaly Patterson
		Director - 2 Year:	Richard Berthelot

ARTICLE VI
INITIAL REGISTERED AGENT AND
STREET ADDRESS

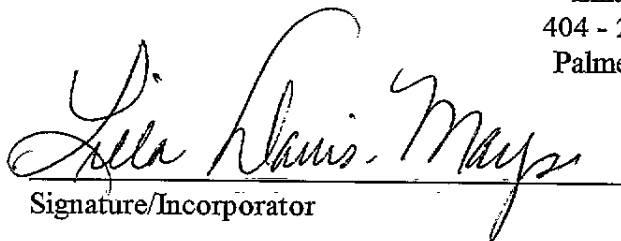
The name and Florida street address of the initial registered agent are:

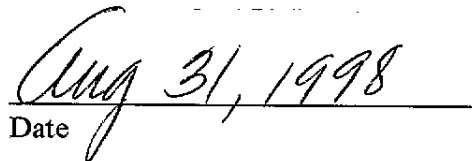
John V. Tucker, Esq.
2101 Fifth Avenue North
St. Petersburg, FL 331713

ARTICLE VII
INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is:


Lilla Davis-Mays
404 - 21st Street East
Palmetto, FL 34221


Signature/Incorporator


Date

Lilla Davis-Mays
Printed Name/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/Registered Agent

8/6/98

Date

John V. Tucker

Printed Name/Registered Agent

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FILED
98 SEP 16 AM 9:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA