

LAW OFFICES OF
Sanoba & Sanoba, P.A.

101 W. MAIN STREET, SUITE 170
P.O. BOX 393
LAKELAND, FLORIDA 33802-0393

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GREGORY A. SANOBA
KARIE L. SANOBA

N98000006382

October 22, 1998

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

200002672512--5
-10/26/98-01095--002
*****87.50 *****87.50

Re: Polk County Parrothead Pirates, Inc.

To Whom It May Concern:

Please find enclosed the original Articles of Incorporation regarding the above-referenced corporation. My firm's check in the amount of \$87.50 is enclosed to cover your filing fee and for the return of a certified copy and certificate of status regarding the Corporation.

If you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,

Gregory A. Sanoba

GAS/ddf
Enclosure(s)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

CB
11-09-98
8



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 27, 1998

SANOBA & SANOBA, P.A.
GREGORY A. SANOBA
101 W. MAIN ST., STE. 170, P.O. BOX 393
LAKELAND, FL 33802-0393

SUBJECT: POLK COUNTY PARROTHEAD PIRATES, INC.
Ref. Number: W98000024285

We have received your document for POLK COUNTY PARROTHEAD PIRATES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 398A00052636

ARTICLES OF INCORPORATION
OF
POLK COUNTY PARROTHEAD PIRATES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

Name

The name of the Corporation is

POLK COUNTY PARROTHEAD PIRATES, INC.

ARTICLE TWO

Principal Office and Address

The address of the principal and registered office of the corporation is 101 West Main Street, Suite 170, Lakeland, Florida 33815, and the mailing address of the Corporation is P.O. Box 1074, Lakeland, Florida 33802-1074.

ARTICLE THREE

Duration

The term of existence of the corporation is perpetual; and the corporate existence will commence on the filing of these Articles by the Department of State.

ARTICLE FOUR

Purpose

The purpose of this corporation is as follows:

A. To provide a forum for the enjoyment of the music of Jimmy Buffet and to provide assistance to the environment in and around Polk County, Florida in the form of volunteer clean-up,

restoration, rehabilitation and donation efforts;

B. To provide a forum wherein information can be communicated and disseminated to the residents of Polk County, Florida regarding the need to keep the environment free and clean of debris, pollution, hazardous materials and other pollutants;

C. To acquire, buy, own, hold, sell, exchange or otherwise dispose of goods, chattels, effects, supplies and merchandise; to mortgage, lease, hypothecate, convey, exchange or dispose of as may be necessary or advisable for the purpose of POLK COUNTY PARROTHEAD PIRATES, INC., property, both real and personal; to acquire by gift, devise, bequest or otherwise, property, both real and personal, or otherwise and each and every power and right granted to a corporation Not for Profit under the laws of the State of Florida.

D. Notwithstanding any other provisions of these articles, the purpose for which this corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 or the correspondent provision of any future United States Internal Revenue Code.

ARTICLE FIVE

Membership

The qualifications for members and the manner of the admission of the members shall be as regulated by the bylaws.

ARTICLE SIX

Term of Existence

This corporation shall have perpetual existence until it shall be dissolved in accordance with the laws of the State of Florida.

ARTICLE SEVEN

Powers

This corporation shall have any and all powers permitted of a non-profit corporation by the State of Florida.

ARTICLE EIGHT

Subscribers

The names and residences of the subscribers to these articles of incorporation are as follows:

Eric Christensen
P.O. Box 1074
Lakeland, Florida 33802-1074

ARTICLE NINE

officers

A) The officers of the corporation shall be a President, Vice-President, Secretary and Treasurer and any other such officer as may be provided for by the bylaws.

B) Officers shall be appointed by the Board of Directors at the organizational meeting of the corporation.

ARTICLE TEN

Board of Directors

A) There shall be five members of the board of directors, or as many as may be provided for in the bylaws. The number of directors shall not, however, be less than three. The board of directors shall be elected by the membership as may be provided for in the bylaws.

B) The names of the members of the initial board of directors are as follows:

1. Eric Christensen
2. Bart Butler
3. Kevin Caswell
4. Darlene Miller
5. Doug Coffman

C) These directors shall serve until their successors are duly elected and qualified.

ARTICLE ELEVEN

Registered Agent

The name and address of the initial registered agent is as follows:

Gregory A. Sanoba, Esq.
101 West Main Street, Suite 170
Lakeland, Florida 33815

ARTICLE TWELVE

Distribution of Assets Upon Dissolution

No person, firm or corporation shall ever receive any dividend or share in the income from the undertaking of this corporation, and upon dissolution of this corporation, all of the assets remaining after payment of the costs and expenses of such dissolution shall be distributed so as to continue the purposes of this corporation, as described in Article Four, and the assets shall be distributed among the participating organizations which are qualified for exemption under Section 501 (c) (3) and Section 170 (c) of the Internal Revenue Code, for a public purpose, and none of the assets shall be distributed to any member, officer or director of this corporation.

ARTICLE THIRTEEN

Amendment of Articles

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

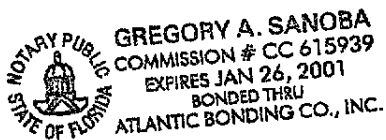
IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this the 21st day of October, 1998, for the purpose of forming this non-profit corporation under the laws of the State of Florida.

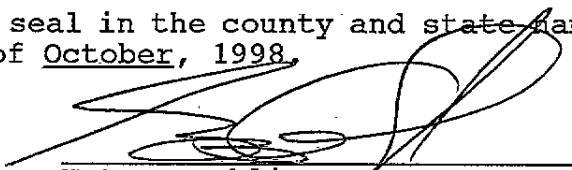

Eric Christensen

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, a notary public, duly authorized in the state and county named above to take acknowledgements, personally appeared Eric Christensen, to me known to be the person described in and who executed the foregoing articles of incorporation, and he acknowledged before me that she executed and subscribed to these articles of incorporation.

WITNESS my had and official seal in the county and state named above, on this the 21st day of October, 1998.




Notary Public
My Commission Expires:
My Commission Number is:

STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served and Names and Addresses of the Officers and Directors.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, That, POLK COUNTY PARROTHEAD PIRATES, INC., a corporation duly organized and existing under the laws of the State of Florida, with its principal and registered office, as indicated in the Articles of Incorporation, at City of Lakeland, County of Polk, and State of Florida, has named **Gregory A. Sanoba** located at 101 West Main Street, Suite 170, Lakeland, Florida 33815, as its agent to accept service of process within the state.

By: 

Gregory A. Sanoba
Registered Agent

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: 

Gregory A. Sanoba
Registered Agent

It is necessary to file this Certificate within thirty days after filing Certificate of Incorporation, as to domestic corporations and within thirty days after issuance of permit to foreign corporations; and thereafter when corporation has changed its place of business or agent or changed its officers and/or directors.

FILED
98 NOV - 6 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA