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5 February 1999

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -8 AM 7:58

RE: PRIDE CELEBRATION OF GAINESVILLE, INC.

Dear Sir or Madam,

Enclosed is the original and one copy of the Articles of Incorporation and Designation of and Acceptance by Registered Agent for the above named not-for-profit corporation. The check covers the filing fees for the Articles of Incorporation (\$35), the registration of registered agent (\$35), and one certificate of status for the corporation (\$8.75). Please send a copy of the stamped and filed Articles of Incorporation back to me.

Please send all paperwork and copies to my attention at the address at the top of this page. Thank you.

Sincerely,



Kathleen Lucas

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**ARTICLES OF INCORPORATION FOR
PRIDE CELEBRATION OF GAINESVILLE, INC.**

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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.

ARTICLE I

The name of the corporation shall be PRIDE CELEBRATION OF GAINESVILLE, INC.

ARTICLE II

The corporation shall have a perpetual duration.

ARTICLE III

The corporation is a not for profit corporation.

(a) The primary purposes of the corporation are charitable and educational. The corporation will sponsor and organize the annual Pride Celebration in Gainesville, Florida. The primary aims of the corporation are: to organize and build relationships with gay and lesbian groups in the Gainesville area; to reach out to and educate the general public about the gay and lesbian community in an effort to reduce prejudice and discrimination toward homosexuals; and to build relationships with "mainstream" organizations, including churches, civic groups, and governmental entities.

(b) The general purposes for which this corporation is formed are to operate exclusively for charitable and educational purposes which will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(c) No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private persons or individual or any member or director of this corporation. However, the corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purpose. On liquidation or dissolution all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to a fund, foundation or corporation organized and operated for charitable and educational purposes, preferably supporting gay and/or lesbian causes, designated by the board of directors which shall at the time qualify as a tax exempt organization under Internal Revenue Code section 501(c)(3), or as that statute may be amended. Any assets not so disposed of shall be disposed of 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 said court shall determine, which are organized and operated exclusively for such purposes.

(d) This corporation shall not carry on propaganda or otherwise attempt to influence legislation. This corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

(e) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(f) It is the intention of this corporation to qualify as a public charity under the guidelines of the Internal Revenue Service. Application for recognition as a 501(c)(3) corporation and public charity will be made within the statutorily mandated time frame.

ARTICLE IV

The corporation may have voting and nonvoting members. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, the property, voting and other rights and privileges of membership shall be regulated as in the bylaws.

ARTICLE V

The address of the initial principal office of the corporation is P.O. Box 1451, Gainesville, FL 32602. The mailing address for the initial registered office of the corporation is 3930 SE 14th Terr., Gainesville, FL 32641. The name of the registered agent at that address is Kathleen McGlone.

ARTICLE VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall initially be three; provided, however, that the number of directors may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The method of election of the directors and the specifics about the annual meetings will be spelled out in the bylaws of this corporation.

ARTICLE VII

The name and address of the incorporator is:

Kathleen McGlone
3930 SE 14th Terr.
Gainesville, FL 32641

ARTICLE VIII

The board of directors shall elect the following officers: president, secretary, and treasurer, and any other officers which the bylaws of this corporation authorize the directors to elect.

ARTICLE IX

Subject to the limitations contained in the bylaws and any limitations set forth in the Not for Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of this corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

ARTICLE X

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors.

I, the undersigned, being the incorporator of this corporation, for the purpose of forming this not for profit charitable corporation under the laws of Florida, have executed these Articles of Incorporation on February 4, 1999.


KATHLEEN MOGLONE

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO FLORIDA STATUTE SECTION 617.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: PRIDE CELEBRATION OF GAINESVILLE, INC.
2. The name and address of the registered agent and office is:

KATHLEEN MCGLONE
3930 SE 14th Terr.
Gainesville, FL 32641

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.

Kathleen Mf
KATHLEEN MCGLONE

2/4/99
Date

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