

N99000002391

TRANSMITTAL LETTER

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

100002839691--8

-04/15/99--01029--014

*****122.50 *****78.75

SUBJECT: OLMEC CENTER FOR FINE ARTS, 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

ADDITIONAL COPY REQUIRED

FROM: Edward J. King
Name (Printed or typed)

108 S.W. 3rd Street
Address

Fort Meade, FL 33841
City, State & Zip

941 688 7376
Daytime Telephone number

FILED
99 APR 15 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

me 4/14/99

**ARTICLES OF INCORPORATION
OF
OLMEC CENTER FOR FINE ARTS, INC.
A Florida "Not for Profit" Corporation**

FILED
99 APR 15 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME OF CORPORATION:

The name of the corporation is the Olmec Center For Fine Arts, Inc.

ARTICLE II. PRINCIPAL OFFICE:

The principal office of the corporation is located at 108 S.W. 3rd Street, Fort Meade, Florida 33841. The mailing address of the corporation is 108 S.W. 3rd Street, Fort Meade, Florida 33841.

ARTICLE III. DURATION

The term of existence of the Corporation is perpetual.

ARTICLE IV. PURPOSE

The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

- a) To foster greater interest in African studies, especially, as it relates to Latin, Caribbean and African American cultures.
- b) To highlight history of Meso-America relative to Pre-Mayan and Aztec history.
- c) To explore the value of Olmec contributions to Meso-American, Caribbean and American cultures.
- d) To fill in the gaps between the time Olmecs first came to the Americas and when slavery started in North America.

- e) To encourage interest in the arts among youth through exposure to Olmec culture and to provide the general public access to art prints and other items reflecting Olmec culture.
- f) To create a forum where interested parties can engage in dialog about the Olmecs and to develop a network for interested participants.

(1) **501(c)(3) LIMITATIONS:**

i. **CORPORATE PURPOSES:** Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal and state income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ii. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.

iii. **NO PRIVATE INUREMENT:** The corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

iv. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

v. **DISSOLUTION:** The decision to dissolve the corporation shall be made by a resolution of the board of directors at a properly called meeting where a majority of the board is present.

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to a not-for-profit organization to be used exclusively for charitable and educational purposes.

ARTICLE V. DIRECTORS

Directors shall be elected as provided by the bylaws.

ARTICLE VI. BY-LAWS

The By-Laws of the Corporation are to be made, altered, amended by the board of directors of the corporation.

ARTICLE VII. AMENDMENTS TO ARTICLES

These Articles of Incorporation may be amended by the act of the directors and members of the Corporation. Such amendments may be proposed and adopted in the manner provided in the By-laws of the Corporation.

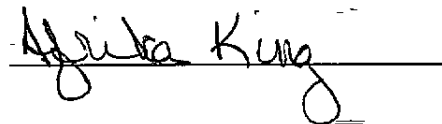
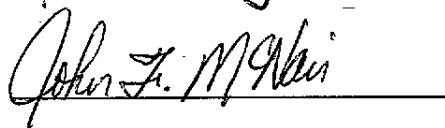
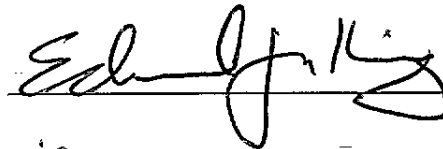
ARTICLE VIII. INCORPORATORS

The names and addresses of the incorporators to these articles are:

Edward J. King
108 S.W. 3rd Street
Fort Meade, Fl 33841

John McNair
1995 E. Wabash Street
Bartow, Fl 33830

Afrika King
4006B Mullins Road
Tampa, Fl 33614



ARTICLE IX. INDEMNIFICATION

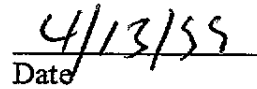
Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he/she is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him/her (or by his/her heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his/her duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

ARTICLE X. REGISTERED AGENT

The name and address of the registered agent of the corporation is Edward J. King, 108 S.W. 3rd Street, Fort Meade, FL 33841

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


Date

CERTIFICATE OF DESIGNATION
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 the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: _____

Olmec Center For Fine Arts, Inc.

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

Edward J. King

(NAME)

108 S.W. 3rd Street

(P.O. BOX NOT ACCEPTABLE)

Fort Meade, Fl 33841

(CITY/STATE/ZIP)

FILED
99 APR 15 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE

Edward J. King
(corporate officer)

TITLE President

DATE

4/13/99

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

Edward J. King

DATE

4/13/99