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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Kiwanis Club of Downtown Daytona Beach Inc.

**RECEIVED**  
JUN 17 11:24 AM '99  
UCC FILING & SEARCH SERVICES  
TALLAHASSEE, FLORIDA

☐ Pick Up Time

**RUSH**

- ☒ Certified Copy
- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ ARTICLES ONLY
- ☐ ALL CHARTER DOCS

| NEW FILINGS                         |                   |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit            |
| <input checked="" type="checkbox"/> | NonProfit         |
| <input type="checkbox"/>            | Limited Liability |
| <input type="checkbox"/>            | Domestication     |
| <input type="checkbox"/>            | Other             |

| AMENDMENTS               |                                      |
|--------------------------|--------------------------------------|
| <input type="checkbox"/> | Amendment                            |
| <input type="checkbox"/> | Resignation of R.A. Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent           |
| <input type="checkbox"/> | Dissolution/Withdrawal               |
| <input type="checkbox"/> | Merger                               |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/QUALIFICATION |                     |
|----------------------------|---------------------|
| <input type="checkbox"/>   | Foreign             |
| <input type="checkbox"/>   | Limited Partnership |
| <input type="checkbox"/>   | Reinstatement       |
| <input type="checkbox"/>   | Trademark           |
| <input type="checkbox"/>   | Other               |

- ☐ Certificate of FICTITIOUS NAME
- ☐ FICTITIOUS NAME SEARCH
- ☐ CORP SEARCH

Ordered By: \_\_\_\_\_

Date: \_\_\_\_\_

*My*  
6/17/99

**ARTICLES OF INCORPORATION  
OF  
KIWANIS CLUB OF DOWNTOWN DAYTONA BEACH, INC.  
a Florida not-for-profit corporation**

FILED  
99 JUN 17 PM 4:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I.

Name

The name of this Corporation shall be: Kiwanis Club of Downtown Daytona Beach, Inc.

ARTICLE II.

Duration

The duration of this Corporation is perpetual. The date and time of commencement of the corporate existence is the time of filing of the Articles of Incorporation by the Department of State of the State of Florida.

ARTICLE III.

Purpose

The primary purpose for which this Corporation is formed is to provide a community service organization to serve the common interests in the downtown district of Daytona Beach consistent with the purpose of Kiwanis International, Inc.

ARTICLE IV.

Non-Stock and Non-Profit

This Corporation shall have no capital stock, and no shares of stock in the Corporation shall be issued. This Corporation does not contemplate the carrying on of a business, trade, avocation or profession for profit, and does not contemplate the making or distributing of any pecuniary gains or profits to its members.

## ARTICLE V.

### Board of Directors

The number of Directors constituting the initial Board of Directors is six (6) officers and five (5) elected Directors, and the name and address of each person who is to serve as a member thereof are as follows:

President - Michelle Martin  
2947 S. Atlantic Avenue #901  
Daytona Beach Shores, FL 32118

Immediate Past President - John Ferguson  
17 Sycamore Circle  
Ormond Beach, FL 32174

First Vice-President - John Tamburino  
128 Killdeer Court  
Daytona Beach, FL 32119

Second Vice-President - Doug Martin  
2947 S. Atlantic Avenue #901  
Daytona Beach Shores, FL 32118

Secretary - Mike McKee  
1115-2 Monticello Lane  
Port Orange, FL 32119

Treasurer - Candy Hance  
5800 Alstrum Drive  
Port Orange, FL 32174

Directors - Greg Grant  
571 Leeway Trail  
Ormond Beach, FL 32174

Wendy Birthrong  
85 Freemont Avenue #204  
Daytona Beach, FL 32114

Andrea Lapins  
24 Twin River Drive  
Ormond Beach, FL 32174

Sheri Cobb  
26 Chippingwood Lane  
Ormond Beach, FL 32176

John Myers  
500 S. Beach Street G-2  
Daytona Beach, FL 32114

The number of Directors may be changed from time to time in accordance with the by-laws but shall never be less than five (5). Election or appointment of the Directors shall be as prescribed in the by-laws.

#### ARTICLE VI.

##### Membership

The rights, terms, obligations, conditions, rules, privileges, qualifications, admission, suspension and termination of membership of the members of this Corporation shall be set forth in the corporate By-Laws and shall be binding upon the incorporator and upon all subsequent members of the Corporation.

#### ARTICLE VII.

##### By-Laws

At the first meeting of the members of this Corporation there shall be adopted corporate By-Laws which shall prescribe the manner in which, and the officers and agents by whom, the purposes of the Corporation shall be carried out, and the manner in which the By-Laws may be amended. At the said meeting, the By-Laws shall be adopted by the vote of a majority of all the members of the Corporation. Notwithstanding the foregoing, the By-Laws may be

adopted by written action in lieu of a meeting, with the consent of a majority of all the members of the Corporation.

#### ARTICLE VIII.

##### Principal Office and Registered Agent

The street address of the principal office of the Corporation is 150 Magnolia Ave., Daytona Beach, FL 32114. The name and address of the initial registered agent of the Corporation is Palmetto Charter Services, Inc., a Florida corporation, 150 Magnolia Avenue (Post Office Box 2491) Daytona Beach, Florida 32115-2491.

#### ARTICLE IX

##### Incorporator

The name and address of the incorporator of this corporation is as follows:

John P. Ferguson, Esquire  
Cobb Cole & Bell  
150 Magnolia Ave.  
Daytona Beach, FL 32114

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute and acknowledge these Articles of Incorporation, this 16<sup>th</sup> day of June, 1999.

  
\_\_\_\_\_  
John P. Ferguson, Incorporator

STATE OF FLORIDA  
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of June, 1999,  
by John P. Ferguson, who is personally known to me or ~~has produced~~ personally known a s  
identification.

NOTARY PUBLIC:

Sign: Mary L. Wood  
Print: \_\_\_\_\_

State of Florida At Large  
(Seal)

My Commission Expires:

Title/Rank: \_\_\_\_\_

Commission Number: \_\_\_\_\_

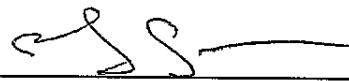


Mary L. Wood  
MY COMMISSION # CC779445 EXPIRES  
December 5, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING REGISTERED AGENT AND  
STREET ADDRESS FOR SERVICE OF PROCESS

Pursuant to Section 617.0501, Florida Statutes, KIWANIS CLUB OF DOWNTOWN DAYTONA BEACH, INC. hereby designates Palmetto Charter Services, Inc., a Florida corporation located at 150 Magnolia Avenue, Daytona Beach, Florida 32114 as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

KIWANIS CLUB OF DOWNTOWN  
DAYTONA BEACH, INC.

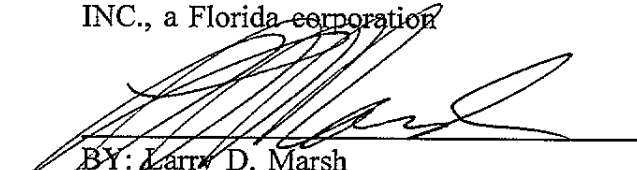


John P. Ferguson, Incorporator

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent of KIWANIS CLUB OF DOWNTOWN DAYTONA BEACH, INC. for service of process within the State of Florida.

PALMETTO CHARTER SERVICES,  
INC., a Florida corporation

  
BY: Larry D. Marsh  
ITS: Vice President

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA