

*N99000004082*

BLACK, CROTTY, SIMS, HUBKA,  
BURNETT, BIRCH AND SAMUELS, L.L.P.

DAVID L. BLACK  
(1900-1974)  
MARVIN SAMUELS  
(1953-1988)

G. LARRY SIMS  
HAROLD C. HUBKA  
RANDOM R. BURNETT  
DONALD M. BIRCH, JR.  
KATHLEEN L. CROTTY  
MARLA J. RAWNSLEY  
MICHAEL D. CROTTY

ATTORNEYS & COUNSELORS AT LAW

501 N. GRANDVIEW AVENUE, 3RD FLOOR  
SUNTRUST BUILDING  
P.O. DRAWER 265669

DAYTONA BEACH, FLORIDA 32126-5669

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July 27, 1999

OF COUNSEL  
W. GARRETT CROTTY  
GLENN R. PADGETT

GOVERNMENTAL CONSULTANT  
T.K. WETHERELL\*  
(\*Not an Attorney)

State of Florida  
Division of Corporations  
Attention: Doris Brown  
Post Office Box 6327  
Tallahassee, Florida 32314

800002912868--5  
-06/23/99--01024--006  
\*\*\*\*122.50 \*\*\*\*\*78.75

RE: DAYTONA GAY PRIDE, INC.  
YOUR LETTER NUMBER: 899A00034241

Dear Ms. Brown:

Enclosed please find the original and one copy of the corrected Articles of Incorporation for the above named not-for-profit corporation along with a copy of your letter dated June 29, 1999.

It is my understanding that you have the monies forwarded originally in the amount of \$122.50 and you will file the above referenced Articles of Incorporation using said funds.

After filing, please return a **stamped** copy of the Articles of Incorporation to the undersigned at the above address.

Thank you for your assistance in this matter. If you should have any questions, please feel free to contact the undersigned or my assistant, April Wolf.

Sincerely,



Michael D. Crotty

MDC/aw  
enclosures  
CC: Fay Kelley

FILED  
99 JUL -6 PM 1:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*789,2295,2550*

*7099-15076*

D. BROWN JUL - 6 1999



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 29, 1999

MICHAEL D. CROTTY, ESQ.  
BLACK, CROTTY, SIMS, ET AL, LLP  
POST OFFICE DRAWER 265669  
DAYTONA BEACH, FL 32126-5669

SUBJECT: DAYTONA GAY PRIDE, INC.  
Ref. Number: W99000015076

We have received your document for DAYTONA GAY PRIDE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 899A00034241

ARTICLES OF INCORPORATION

OF

DAYTONA GAY PRIDE, INC.

FILED  
99 JUL -6 PM 1:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a not-for-profit corporation under the laws of the State of Florida, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be DAYTONA GAY PRIDE, INC., hereinafter referred to as the "Corporation".

ARTICLE II  
DURATION

The Corporation shall have perpetual existence unless terminated or dissolved pursuant to the provisions of the Bylaws. In the event of termination or dissolution of the Corporation, Article X shall govern the distribution of assets of the Corporation.

ARTICLE III  
PURPOSES

The Corporation is organized under the provisions of Chapter 617, Florida Statutes, relating to corporations not-for-profit, for the following charitable, educational and scientific purposes:

(a) To solicit and receive funds, gifts, endowments, donations, devises, and bequests, to provide community annual picnic.

The Corporation is organized exclusively for charitable, educational, and scientific purposes, as a not-for-profit corporation, within the meaning of Section 501, of the Internal Revenue Code of 1986, as amended (the "Code"), and its activities shall be conducted for such purposes in such a manner that no part its net earnings shall inure to the benefit of any member, director, officer or individual. In addition, the Corporation shall be authorized to exercise the powers permitted not for profit corporations under Chapter 617, Florida Statutes; provided, however, that the Corporation while exercising any one or more powers shall do so in furtherance of the charitable, educational and scientific purposes for which it has been organized as described in Section 501 of the Code. All of the assets and earnings of the Corporation shall be used exclusively for the charitable, educational and scientific purposes herein above set forth, including the payment of expenses incidental thereto, and all of the powers of the Corporation shall be exercised exclusively for such purposes. No part of the Corporations activities shall enure to the benefit of any individual and no substantial part of its activities shall be for the carrying on of a program of propaganda or for influencing legislation nor shall it participate in any political campaign on behalf of any candidate for public office. The Corporation shall not on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501 of the Code, or any organization to which contributions are deductible under Section 170(c)(2) of the Code.

**ARTICLE IV**  
**MEMBERSHIP**

The qualifications for members of the Corporation and the manner of their admission to the Corporation shall be as regulated by the Bylaws of the Corporation.

**ARTICLE V**  
**REGISTERED OFFICE AND AGENT**

The initial street address of the registered office of the Corporation shall be 5677 Wood Street, Port Orange, Florida 32127 and the name and address of the registered agent of the Corporation is Fay Kelley, 5677 Wood Street, Port Orange, Florida 32127. The Board of Directors may, from time to time, move the registered office to any other address in the State of Florida or designate a new registered agent. The principal address shall be the same as the registered office address.

**ARTICLE VI**  
**BOARD OF DIRECTORS**

Section 1. Authority of Board; Number of Directors. The property, affairs, business and operation of the Corporation shall be managed by a Board of Directors. The Board of Directors shall carry out the purposes of the Corporation in compliance with the Articles of Incorporation and the Bylaws of the Corporation. The initial Board of Directors shall consist of three (3) persons. The following persons shall constitute the initial Board of Directors

and shall serve until their successors are elected or appointed:

<u>NAME</u>	<u>ADDRESS</u>
Fay Kelley	5677 Wood Street, Port Orange, Florida 32127
Charlene Rywant	5677 Wood Street Port Orange, Florida 32127
J.A. Christnagel	480 Center Street Ormond Beach, Florida 32174

The number of directors may be increased or decreased as provided in the Bylaws of the Corporation. The method of election of directors shall be stated in the Bylaws of the Corporation. The terms of the office of each director and the manner of their election or appointment shall be as specified in the Bylaws of the Corporation.

Section 2.      Compensation.      Directors shall not be compensated for the performance of their duties as directors but shall be reimbursed for their expenses incurred in the performance of their duties as directors in accordance with the Bylaws of the Corporation.

#### **ARTICLE VII** **INCORPORATORS**

The names and residences of the incorporators of the Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Fay Kelley	5677 Wood Street, Port Orange, Florida 32127
Charlene Rywant	5677 Wood Street Port Orange, Florida 32127

**ARTICLE VIII**  
**ADOPTION AND AMENDMENT TO THE BYLAWS**

The Board of Directors shall adopt Bylaws for the Corporation and may from time to time modify, alter, amend or rescind the same by a majority vote of the members of the Board of Directors present at any regular or special meeting at which a majority of Directors is present, provided a copy of the proposed amendment shall have been submitted in writing to each Director at least fifteen (15) days before the meeting at which a vote upon such proposal was taken. This fifteen (15) day notice requirement may be waived in writing by any Director. Alternatively, if the members of the Board of Directors unanimously sign a written statement or statements manifesting their intention that an amendment to the Articles of Incorporation be adopted, then the amendment shall thereby be adopted without the necessity of the fifteen (15) day notice.

**ARTICLE IX**  
**AMENDMENTS TO THE ARTICLES OF INCORPORATION.**

The Board of Directors may amend, alter or repeal any provision of these Articles of Incorporation. Such amendment may be proposed by any voting Director but such proposal shall be adopted only upon a majority vote of the members of the Board. Such amendment, however, shall not be valid or effect unless a copy of the proposed amendment shall have been submitted in writing to each Director at least fifteen (15) days before the meeting at which a vote upon such proposal was taken. This fifteen (15) day

notice requirement may be waived in writing by any Director. Alternatively, if the members of the Board of Directors unanimously sign a written statement or statements manifesting their intention that the amendment to the Articles of Incorporation be adopted, then the amendment shall thereby be adopted without the necessity of the fifteen (15) day notice.

#### **ARTICLE X** **DISSOLUTION**

Upon dissolution of the corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution, and after adequate provision has been made for the discharge or assumption of its liabilities, shall be distributed to another entity selected by the Corporation's Board of Directors which is exempt from tax as a charitable or educational organization under Section 501(c)(3), of the Internal Revenue Code. Said remaining assets shall be distributed to be used exclusively for a public purpose, and none of the assets will be distributed upon such termination to any members, officers or directors of the Corporation.



IN WITNESS WHEREOF, we do make and file these Articles of Incorporation hereby declaring and certifying under oath that the facts set forth herein are true, and we accordingly set our hands and seals at Port Orange, Florida on the dates indicated below.

DATE: June 18, 1999

Fay Kelley  
FAY KELLEY

DATE: June 18, 1999

Charlene Rywant  
CHARLENE RYWANT

STATE OF FLORIDA  
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this 18<sup>th</sup> day of June, 1999, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, FAY KELLEY and CHARLENE RYWANT, who is a) FLDL personally known to me; or b) produced FLDL as identification, and who executed these Articles of Incorporation under oath, and they acknowledged before me that they executed same for the purposes therein expressed.

WITNESS my hand and official seal at Port Orange, Volusia County, Florida this 18 day of June, 1999.

NOTARY PUBLIC

Elaine Pavlakovic  
State of Florida at Large  
My Commission Expires: Sept. 11 2002



Elaine Pavlakovic  
MY COMMISSION # CC749409 EXPIRES  
September 11, 2002  
BONDED THRU TROY FAIR INSURANCE, INC

**CERTIFICATE OF DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 617.0501, Florida Statutes, the following is submitted in compliance with said Act:

**DAYTONA GAY PRIDE, INC.**

is a corporation existing under the laws of the State of Florida with its principal office at the City of Daytona Beach, County of Volusia, State of Florida, and has designated Fay Kelley located at 5677 Wood Street, Port Orange, Florida 32127 as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated corporation, at the 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 principal office.

Dated this 18 day of June, 1999.

Fay Kelley  
Registered Agent

FILED  
99 JUL -6 PM 1:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA