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N 99 000004737  
July 29, 1999

Secretary of State  
Divisions of Corporations  
PO Box 6327  
Tallahassee, FL 32314

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-08/02/99--01029--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Filing of Articles of Incorporation  
S.W. Florida Pageants, Inc.

Dear Sirs:

Please accept the enclosed original and one copy of Articles of Incorporation for filing. Also enclosed is our check in the amount of \$78.75 to cover the cost of filing fee, registered agent cost for a Certificate of Status.

Thank you for your help in this matter.

Very truly yours,

  
ROBERT C. ADAMSKI

RCA/tb

Enclosure

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## ARTICLES OF INCORPORATION

**S.W. Florida Pageants, Inc.**  
(A CORPORATION NOT FOR PROFIT)

### ARTICLE I: NAME

The name of the corporation is: **S.W. Florida Pageants, Inc.**

### ARTICLE II: PRINCIPAL PLACE OF BUSINESS

The principal place of business is: **13533 Admiral Court  
Fort Myers, Florida 33912**

### ARTICLE III: PURPOSES

It is the purpose of **S.W. Florida Pageants, Inc.** to organize a pageant board to implement in bringing the Miss America system pageant to this area.

The purposes for which this corporation is organized are exclusively charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United State Internal Revenue law. Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, State or Local Government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Please, of the county in which the principal office of the organization is then located, exclusively for such purposes.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE IV: MEMBERS

The membership of this corporation shall constitute all persons hereinafter named as incorporators and such other persons as, from time to time hereafter, may become members in the manner provided by the Bylaws.

#### ARTICLE V: INCORPORATORS

The business, property and affairs of this corporation shall be managed by a Board of directors composed up to nine (9) persons who shall be members of this corporation. Each Director shall hold office for the term for which he is elected and until his successor is elected and qualified.

The name and residence of the incorporator are:

| <u>Name</u>           | <u>Residence</u>                                 |
|-----------------------|--|
| <b>George Shaffer</b> | <b>13533 Admiral Court, Fort Myers, FL 33912</b> |

#### ARTICLE VI: OFFICERS

Section 1. The officers of the corporation shall be a President, a Secretary, a Treasurer, and such other officers as may be provided in the Bylaws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

|                             |                       |
|-----------------------------|-----------------------|
| <b>President:</b>           | <b>George Shaffer</b> |
| <b>Vice President:</b>      | <b>Renee Kellough</b> |
| <b>Secretary/Treasurer:</b> | <b>Jackie McKee</b>   |

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

#### ARTICLE VII: BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have up to (9) directors initially, who shall be elected annually in October, unless changed by the bylaws. The number of

directors may be increased from time to time, by the Bylaws, but shall never be less than five.

Section 2. The Board of directors shall be members of the corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws.

Section 4. The names and addresses of each initial Director of the Corporation are as follows:

| <u>Name</u>    | <u>Residence</u>                          |
|----------------|---|
| George Shaffer | 13533 Admiral Court, Fort Myers, FL 33912 |

#### ARTICLE VIII: REGISTERED AGENT

The street address of the initial Registered Office of the corporation is:

**13533 Admiral Court**

**Fort Myers, FL 33912**

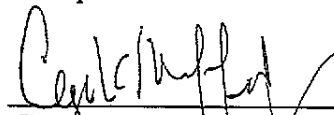
The name of the initial Registered Agent at that address is: **George Shaffer**

#### ARTICLE IX: POWERS AND AMENDMENT

The Officers, Directors and Shareholders of the corporation shall possess and enjoy all powers allowed by the law except as restricted, limited or prohibited by these Articles of Incorporation, the Bylaws of the Corporation, or by other acts of the Corporation.

IN WITNESS WHEREOF, the undersigned, incorporator(s) and initial subscriber(s), have hereunto set our hands and seals this 27<sup>th</sup> day of July, 1999, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

Incorporators:

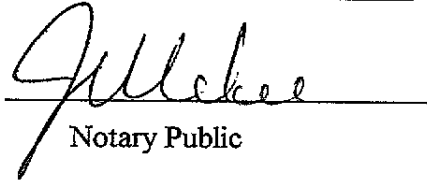
  
\_\_\_\_\_  
George Shaffer

ACKNOWLEDGMENT BY NOTARY PUBLIC

STATE OF FLORIDA

COUNTY OF LEE

I HEREBY CERTIFY the foregoing instrument was acknowledged before me  
this 27<sup>th</sup> day of July, 1999, by George Shaffer who are personally known to me or who has  
produced \_\_\_\_\_ as identification and who did (did not) take an oath.

  
Notary Public



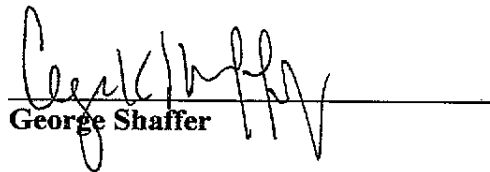
Jackie L. McKee  
MY COMMISSION # CC692704 EXPIRES  
October 29, 2001  
BONDED THRU TROY FAIN INSURANCE, INC.

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED, pursuant to Florida Statutes, Section 48.091, having been named to  
act as Registered Agent of the corporation known as **S.W. Florida Pageants, Inc.** does hereby  
accept the appointment as Registered Agent of said corporation.

DATED this 27<sup>th</sup> day of July, 1999.

  
George Shaffer

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