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Florida Department of State
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FLORIDA NON-PROFIT CORPORATION

CAMP FLORIDA FISH TALES, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 30, 1999

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SUBJECT: CAMP FLORIDA FISH TALES, INC.
REF: W99000022587

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ARTICLE I STATES REGISTERED OFFICE.

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ARTICLES OF INCORPORATION
OF
CAMP FLORIDA FISH TALES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I

NAME/PRINCIPAL OFFICE

The name of this corporation shall be "Camp Florida Fish Tales, Inc.", located at 3220 Williamsburg Street, Sarasota, Florida, 34231.

ARTICLE II

PURPOSE

This corporation is organized exclusively for charitable and educational purposes, more specifically to all children with medical or physical disabilities. The corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code as now enacted or hereafter amended, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE III

EXEMPTION REQUIREMENTS

At all times shall the following operate as conditions restricting the operations and activities of the corporation.

1. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
3. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue code, corresponding section of any future federal tax code or (b) by an organization, contributions to which are deductible under section 170(c)(2) on the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV

DURATION

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The duration of the corporation shall be perpetual.

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**ARTICLES OF INCORPORATION
OF
CAMP FLORIDA FISH TALES, INC.**

ARTICLE IV

MEMBERSHIP/BOARD OF DIRECTORS

The corporation shall have no members. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's By-Laws. No Director shall have any right, title, or interest in or to any property of the corporation.

The manner in which the directors are to be elected or appointed will be conducted as stated in the organizations By-Laws.

The number of Directors constituting the first Board of Directors is three, their names and addresses are as follows:

Brian Einwag
3220 Williamsburg Street
Sarasota, FL 34231

Linda E. Penney
6913 Tema Lane
Sarasota, FL 34241

Donna M. Pyle
5909 Murdock Street
Sarasota, FL 34231

Members of the first Board of Directors shall serve until their successors are duly elected and qualified, or removed as provided in the By-Laws.

ARTICLE VI

PERSONAL LIABILITY

No officer, director or committee member shall be personally liable for the debts or obligations of this organization of any nature whatsoever, nor shall any of the property of the officers, directors or committee members be subject to the payment of the debts or obligations of the organization.

ARTICLE VII

DISSOLUTION

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, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of by the District Court of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

REGISTERED AGENT

The registered Agent of the Corporation shall be Muffet Elliot Einwag, whose business office is at 3220 Williamsburg Street, Sarasota, Florida 34231.

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**ARTICLES OF INCORPORATION
OF
CAMP FLORIDA FISH TALES, INC.**

ARTICLE IX

INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are:

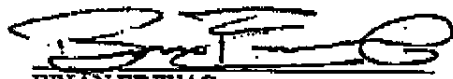
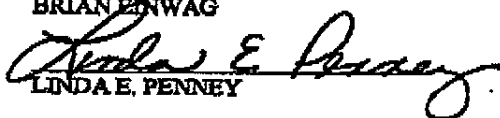
Brian Einwag
3220 Williamsburg Street
Sarasota, Florida 34231

Linda E. Penney
6913 Tema Lane
Sarasota, Florida 34241

ARTICLE X

BEGINNING OF CORPORATION EXISTENCE

Corporate existence for Camp Florida Fish Tales, Inc. shall begin on the date these Articles are filed by the Secretary of State, Division of Corporations.


BRIAN EINWAG

LINDA E. PENNEY

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Acceptance:

I hereby agree, as Registered Agent, to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law. I am familiar with and accept the obligations of the position of registered agent.

Registered Agent


Muffet Elliot Einwag

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TALLAHASSEE, FLORIDA

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