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Digital Fine Artists Association
P.O. Box 48798
Sarasota, FL 34230

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 11, 1996

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

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-11/13/96--01160--014
***122.50 ***122.50

New Filing Section

Enclosed is the Filing Fee of \$122.50 for the non-profit incorporation of the Digital Fine Artists Association, Inc. also enclosed are the articles of incorporation and a copy to be returned to us.

Sincerely



Barrington R. DeMers
Treasurer

ARTICLES OF INCORPORATION
DIGITAL FINE ARTISTS ASSOCIATION, INC.

The undersigned, desire to become a body corporate and as incorporator, do hereby make and file these articles of incorporation pursuant to the Florida Not-for-Profit Corporation Act, as set forth in Florida Statute 617 and hereby adopts the following Articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is: **DIGITAL FINE ARTISTS ASSOCIATION, INC.**

ARTICLE TWO

STATUS

This is a nonprofit corporation, organized solely for general purposes pursuant to the Florida Corporations Not for Profit Statutes.

ARTICLE THREE

DURATION

The term of existence of the Corporation is perpetual; and the corporate existence will commence upon filing of these articles by the Department of State.

ARTICLE FOUR

PURPOSE

A. The corporation is organized exclusively for charitable and educational purposes, including for, such purposes, the making of distributions to organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code.

The purposes for which the Corporation is organized are:

1. To promote the advancement of digital art in Sarasota and Manatee counties of Florida.
2. To employ the efforts of the members as an educational organization that is working within the community to determine, articulate and advance the goal of recognition for digital art.
3. To serve the community by sponsoring quality art exhibitions.
4. To provide a program of lectures of interest to artists, students and lay people.
5. To encourage young people interested in art to pursue digital art as a profession.

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6. To assist community art education programs for digital art by acting as a liaison, providing technical guidance or artists to instruct art classes and seminars.

B. The corporation shall operate exclusively in such a manner and for such purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code. It will operate under regulations as they now exist or as they may hereafter be amended. It may make distributions to organizations qualifying as tax exempt corporations under that code. The corporation shall be authorized to pay reasonable compensation for goods and services to accomplish its goals.

C. The Corporation will not award scholarships to any individual or group of individuals.

D. The Corporation will distribute any income for each tax year at such times and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue code, or the corresponding section of any future federal tax code.

E. The Corporation will not engage in any act of self dealing as defined in section 4941 (d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

F. The Corporation will not retain any excess business holdings as defined in section 4943 (c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

G. The Corporation will not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

H. The Corporation will not make any taxable expenditures as defined in section 4945 (d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE FIVE

MAILING ADDRESS

The mailing address is: DiFA
P.O.BOX 48798
SARASOTA, FL 34230

ARTICLE SIX

OFFICERS

The initial officers and initial Board of Directors of the corporation and their respective home addresses are:

PRESIDENT	SANDRA MELCHER 2107 41st Street West Bradenton, FL 34205	SECRETARY	KARIZU ZUKOWSKI 4607 Mink Road Sarasota, FL 34235
VICE-PRESIDENT	Peter Blews 726 - 11th AVE. W. Palmetto, FL 34221	TREASURER	BARRINGTON R DEMERS 2616 Bay Drive Bradenton, FL 34207

A. The officers and directors of the corporation will serve without compensation. No part of the net earnings of the corporation shall be distributed to its members except as provided under Article Four.

B. The corporation shall neither carry on propaganda nor attempt to influence legislation. The corporation will not participate in any political campaign.

C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities prohibited by Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). The corporation will not engage in activities not permitted by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE SEVEN

REGISTERED OFFICE AND AGENT

The initial registered and principal Office of the Corporation shall be located at 2107 41st Street West, Bradenton, Florida 34205, and the name of the initial registered agent of this Corporation at that address is SANDRA MELCHER. The member may from time to time move the registered office to any other address in the State of Florida.

ARTICLE EIGHT

MEMBERS

The Corporation shall have members. Members of the Corporation will be required to meet the qualifications set forth in the by-laws and shall be admitted according to the by-laws. In addition, the officers/directors shall be elected by the members.

ARTICLE NINE

DISSOLUTION

In the event of dissolution, and after all outstanding debts and claims have been satisfied, the members shall distribute the property of the Corporation to such other organization or organizations maintaining an objective similar to that set forth herein, which are or may be entitled to exemption under Section 501 (c) (3) of the Internal Revenue Code or any future corresponding provision.

ARTICLE TEN

BYLAWS

The Bylaws of the corporation are to be made, altered, or rescinded by the Board of Directors of the corporation.

ARTICLE ELEVEN
INCORPORATORS

The name and address of the incorporators are as follows:

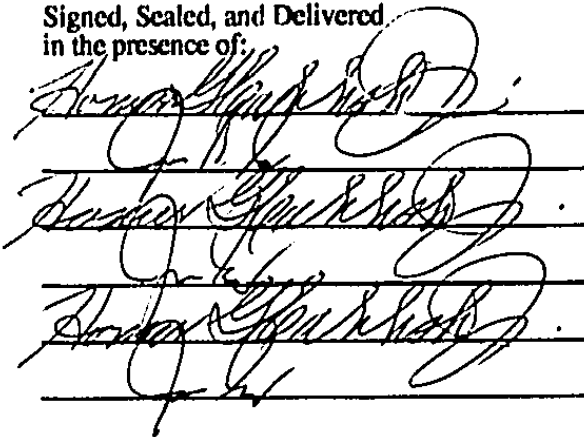
SANDRA MELCHER
2107 41st Street West
Bradenton, FL 34209

Peter Blews
726 - 11th AVE. W.
Palmetto, FL 34221

BARRINGTON R DEMERS
2616 Bay Drive
Bradenton, FL 34207

IN WITNESS WHEREOF, the undersigned, being the incorporators of this corporation, have executed the foregoing Articles of Incorporation this 28th day of October, 1996.

Signed, Sealed, and Delivered
in the presence of:



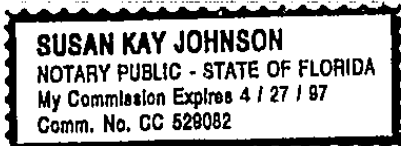

SANDRA J. MELCHER


PETER BLEWS


BARRINGTON R. DEMERS

COUNTY OF MANATEE
STATE OF FLORIDA


The foregoing instrument was acknowledged before me this 28th day of October, 1996 by SANDRA J. MELCHER, PETER BLEWS, AND BARRINGTON R. DEMERS, as Incorporators of THE DIGITAL FINE ARTISTS ASSOCIATION, INC., who are personally known to me or who produced drivers license as identification and who did/did not take an oath.




Notary Public
My Commission Expires: 4-27-97

ACCEPTANCE

Having been named as Registered agent of THE DIGITAL FINE ARTISTS ASSOCIATION INC., I hereby accept designation as Resident Agent, agree to act in that capacity and to comply with all provisions of the statutes relative to the proper performance of the duties, and state that I am familiar with and accept the obligations of the position.


SANDRA J. MELCHER

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