

N98000006255

TRANSMITTAL LETTER

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

SUBJECT: The African-American Museum of History, Science and Technology, Inc.,
a Non-profit Corporation
(Proposed corporate name - must include suffix)

000002678790--3
-11/03/98--01005--025
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$70.00
Filing Fee | <input checked="" type="checkbox"/> \$78.75
Filing Fee
& Certificate | <input type="checkbox"/> \$122.50
Filing Fee
& Certified Copy | <input type="checkbox"/> \$131.25
Filing Fee,
Certified Copy
& Certificate |
|--|--|---|---|

FROM: Thomas H. Lewis
Name (Printed or typed)

208 West Carolina Street
Address

Tallahassee, Florida 32301
City, State & Zip

(850) 891-6510
Daytime Telephone number

*Call when Ready
Joe Jackson 891-6573*

RECEIVED
98 NOV -3 AM 9:26
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

FILED
98 NOV -3 AM 10:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOTE: Please provide the original and one copy of the articles.

T. SMITH NOV 03 1998

FILED

98 NOV -3 AM 10:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

**THE AFRICAN-AMERICAN MUSEUM OF HISTORY, SCIENCE AND
TECHNOLOGY, INC., A NON-PROFIT CORPORATION**

Pursuant to Chapter 617, Florida Statutes, the undersigned hereby adopt the following
Articles of Incorporation:

ARTICLE I

Name

The name of this non-profit corporation shall be **The African-American Museum of
History, Science and Technology, Inc., a Non-Profit Corporation.**

ARTICLE II

Principal office and mailing address

The initial principal office and mailing address shall be:

208 West Carolina Street, Tallahassee, Florida 32301

ARTICLE III

Purposes

The specific purposes for which the corporation is organized are: education, culture and
community service.

The museum will provide educational and cultural opportunities to the community by
preserving and displaying the history of the African-American experience in Tallahassee,
North Florida and the Southeastern quadrant of the United States. The museum will
provide a service to the community by acting as a repository for African-American
accomplishments in the fields of science and technology and presenting such
accomplishments to the community through lectures, interactive displays and educational
symposiums.

In furtherance of and in keeping with such purposes, the corporation shall have the
authority to do the following: acquire real estate or personal property, either by gift or
purchase; hold, own, sell, mortgage, encumber in any manner, lease and improve real
estate and personal property for itself and others, either as trustee or otherwise; receive,
invest and disburse funds; hold property in its name for the aforesaid purposes; and, solicit
and accept gifts or money, real estate or personal property.

ARTICLE IV
Manner of election of directors

The Board of Directors shall consist of five individuals. Initially, the Directors' positions will be held for a term of not more than one year by the five Incorporators identified below. The method of election or appointment of future Directors will be stated in the bylaws.

ARTICLE V
Limitation of corporate powers

The corporate powers are such as are provided in §617.0302, Florida Statutes, with the following limitation: In exercising any one or more of the corporate powers enumerated in §617.0302, Florida Statutes, the corporation shall do so only to further the corporate purposes.

ARTICLE VI
Bylaws

The Board of Directors shall have the power to adopt and amend bylaws regulating the affairs and prescribing the duties of the officers of the corporation. The bylaws shall not be inconsistent with these Articles of Incorporation.

ARTICLE VII
Amendments

Section 1. These Articles of Incorporation may be amended by the Board of Directors at any meeting by the affirmative vote of at least a two-thirds (2/3) majority of the Board of Directors, provided that notice of the proposed amendment shall have been given to each Board of Directors member in writing at least ten (10) days prior to such meeting and provided that previous notice of any proposed amendments shall not be necessary at any meeting of the Board at which all members of the Board of Directors of the corporation are present.

Section 2. Amendments to the Articles of Incorporation must be forwarded to the Secretary of State of Florida and filed before the same shall become effective.

ARTICLE VIII
Disposition of assets upon dissolution

Upon dissolution of this corporation, the Board of Directors shall, after paying and making provisions for all the liabilities of the corporation, distribute the assets for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or the corresponding provisions of any future Internal Revenue Code, or the assets shall be distributed to the federal government, or to a state or local government for a

public purpose as the Board of Directors shall determine. Any assets not so disposed of shall be distributed by a court of competent jurisdiction of the county in which the principal office of the corporation is then located in furtherance of the corporate purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes. In no event shall any of the assets or property of the corporation or the proceeds of any such property or assets in the event of such dissolution, be distributed to members of the dissolved corporation, either for reimbursement of any subscribed, donated or contributed assets or for any other purpose.

ARTICLE IX
Initial registered office and agent

The street address of the initial registered office is:
208 West Carolina Street, Tallahassee, Florida 32301

The name of the initial registered agent is:
Thomas H. Lewis

ARTICLE X
Incorporators

The names and street addresses of the incorporators are:

Thomas H. Lewis	7099 Ox Bow Road Tallahassee, Florida 32312
Vettye Gibbs	4637 Ramsgate Drive Tallahassee, Florida 32308
Mack Rush	1902 Ty Ty Court Tallahassee, Florida 32308
Janie B. Reddings	1460-A Willow Bend Way Tallahassee, Florida 32301
Mary Windham	1565 Cinnamon Bear Circle Tallahassee, Florida 32311

The undersigned have executed these Articles of Incorporation this 29 day of September, 1998.

Signatures of Incorporators:

Thomas H. Lewis

Thomas H. Lewis

Vettye Gibbs

Vettye Gibbs

Mack Rush

Mack Rush

Janie B. Reddings

Janie B. Reddings

Mary Windham

Mary Windham

STATE OF FLORIDA,
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 29th day of September, 1998, by Thomas H. Lewis, Vettye Gibbs, Mack Rush, Janie B. Reddings and Mary Windham, all of whom are personally known to me and who did not take an oath.

Beddie R. Taylor

Notary Public

My Commission Expires



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

The African-American Museum of History, Science and Technology, Inc., A
Non-profit Corporation
(must include suffix)

2. The name and address of the registered agent and office is:

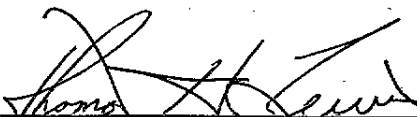
Thomas H. Lewis
(NAME)

208 West Carolina Street
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tallahassee, Florida 32301
(CITY/STATE/ZIP)

FILED
98 NOV -3 AM 10:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

8/31/98
(DATE)