

**ARTICLES OF INCORPORATION**

**OF**

**HONEYBEE QUILTERS SEMINARS, INC.,  
A FLORIDA NOT-FOR-PROFIT CORPORATION**

Pursuant to the provisions of Chapter 617, Florida Statutes, as amended, the following are hereby adopted and filed as the Articles of Incorporation of this Florida not for profit corporation:

ARTICLE I - NAME

The name of this Corporation is:

**Honeybee Quilters Seminars, Inc.**

ARTICLE II - INITIAL PRINCIPAL OFFICE

The initial principal place of business of the Corporation is:

1529 Highland Forest Drive  
Jacksonville, Florida 32259

The initial mailing address of the Corporation is:

P.O. Box 56361  
Jacksonville, Florida 32241

ARTICLE III - DURATION

This Corporation is to commence its corporate existence on the date of filing by the Secretary of the State of Florida. This Corporation shall exist perpetually.

ARTICLE IV - PURPOSE

**A.** This Corporation is formed pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and shall operate in such a manner as will qualify it as a tax exempt organization thereunder.

**B.** This Corporation is organized solely and exclusively for educational purposes to:

1. Foster and encourage the art and craft of quilting through education; and
2. Contribute to the historical preservation of the art and craft of quilting through education.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent and the street address of the initial registered agent of this Corporation is:

Patricia M. Guilford  
1529 Highland Forest Drive  
St. Johns, Florida 32259

ARTICLE VI - MEMBERSHIP

The qualifications for Members and the manner of their admission shall be regulated by the Bylaws of the Corporation, as amended from time to time.

ARTICLE VII - MANAGEMENT OF CORPORATE AFFAIRS

**A.** Board of Directors. The powers of this Corporation shall be exercised by, its properties managed and controlled by, and its business and affairs conducted by, a Board of Directors. Said Board of Directors shall consist of not less than three (3) persons. The number of Directors of the Corporation and their manner of election shall be as designated in the Bylaws of the Corporation. Any and all powers and duties conferred on or imposed upon this Board of Directors, shall be by a duly adopted resolution of the Members or contained within the duly adopted Bylaws of the Corporation.

**B.** The names and addresses of the initial Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Patricia M. Guilford	1529 Highland Forest Drive St. Johns, Florida 32259
Diane C. Lange	5312 Rainey Avenue North Orange Park, Florida 32065

F.N. Levinson-Lustgarten

1144 Dover Drive  
St. Johns, Florida 32259

Bonnie M. McCarty

12709 Ginger Drive  
Jacksonville, Florida 32223

ARTICLE VIII - EARNINGS AND ACTIVITIES OF CORPORATION

**A.** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, Officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

**B.** No part of the activities of the Corporation shall include the publishing or distribution of statements or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

**C.** Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation organized pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

**D.** Notwithstanding any other provision of these Articles, this Corporation shall not, except to a de minimis degree, engage in any activities or exercise any powers that are not in furtherance of the purpose of this Corporation.

ARTICLE IX - DEDICATION OF ASSETS

The property of this Corporation is irrevocably dedicated to the purpose set out in Article IV hereof, and no part of the net income or assets of this Corporation shall ever inure to the benefit of any Director, Officer or to the benefit of any private individual.

ARTICLE X - DISTRIBUTION OF ASSETS

Upon dissolution, liquidation and winding up of the affairs of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the remaining assets of the Corporation to such organization or organizations as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Any assets not so

disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located to such organization or organizations as such court shall determine.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be repealed, altered or amended, and new provisions adopted, by a simple majority vote (greater than 50.0%) of the Member present at any regular meeting of the Members or at any special meeting of the Members called for that purpose at which a quorum is present.

ARTICLE XII - INCORPORATOR

The name and address of the person signing these Articles is:

David A. King  
Attorney at Law  
1416 Kingsley Avenue  
Orange Park, Florida 32073

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 29<sup>th</sup> day of June, 2011.

  
\_\_\_\_\_  
DAVID A. KING

DAVID A. KING  
ATTORNEY AT LAW  
1416 KINGSLEY AVENUE  
ORANGE PARK, FLORIDA 32073  
(904) 269-6699

July 1, 2011

Ms. Bonnie M. McCarty  
President  
**Honeybee Quilters Seminars, Inc.**  
12709 Ginger Drive  
Jacksonville, FL 32223

RE: Honeybee Quilters Seminars, Inc.

Dear Bonnie:

Enclosed is a draft of the proposed Bylaws for the above-named corporation. Please review.

As always, it is a pleasure working with you.

Sincerely,



David A. King

DAK/lld  
Enclosure

BYLAWLETTaek