

TRANSMITTAL LETTER

No 20000006467

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

02 AUG 25 2:22
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SUBJECT: The LIGHTHOUSE PRESERVATION Society, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: RICHARD TOBIN
Name (Printed or typed)

2929 E. COMMERCIAL BLD. #702
Address

FORT LAUDERDALE, FL 33308
City, State & Zip

954-763-7379
Daytime Telephone number

400007306444--2
-08/23/02--01029--025
*****87.50 *****87.50

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

**ARTICLES OF INCORPORATION
OF
THE LIGHTHOUSE PRESERVATION SOCIETY, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION**

02 AUG 23 AM 2:23
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, has executed the following document as Incorporator of the above named Corporation, a not-for-profit corporation organized under the Florida Not for Profit Corporation Act of the laws of the State of Florida, as set out in Chapter 617 of the Florida Statutes, and adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this Corporation shall be:

THE LIGHTHOUSE PRESERVATION SOCIETY, INC.

ARTICLE II

The principle place of business of the corporation shall be 100 Bay Colony Lane, Fort Lauderdale, Florida 33308.

The mailing address shall be:

**100 Bay Colony Lane
Fort Lauderdale, Florida 33308**

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

The corporation is a not for profit corporation. The purpose for which the corporation is organized is:

(a) The primary purpose for which this corporation is formed is to preserve, study and educate the public about the historical significance of lighthouses and other marine related natural resources.

(b) The corporation shall operate exclusively for such purposes as will qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or

distribution of statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE V

The corporation is organized upon a non-stock basis as defined in Section 617.0601 of the Florida Statutes. The sole class of member of this corporation shall be its directors. The members of this corporation shall have no right, title or interest whatsoever in its income, property, or assets, nor shall any portion of such income, property, or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities or obligations of the corporation and shall not be subject to assessments.

ARTICLE VI

The street address of the initial registered office and the name of the initial Registered Agent of this Corporation shall be:

Richard D. Tobin
2929 E. Commercial Blvd. – Suite 702
Fort Lauderdale, Florida 33308

ARTICLE VII

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The initial Board of Directors shall consist of a total of three (3) persons and the names and addresses of the persons who will serve as initial directors are:

George G. Levin
100 Bay Colony Lane
Fort Lauderdale, Florida 33308

Benjamin E. Gutwein
101 SE 15th Ave. TH C
Fort Lauderdale, FL 33301

Paul McMahon
2215 Cypress Island Drive
Apartment 503
Pompano Beach, FL 33069

ARTICLE VIII

The number of directors may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

ARTICLE IX

The initial directors, and subsequent directors shall serve for a term of two years until the second annual meeting after their election or appointment and until the qualification of the successors in office. Annual meetings may be held at 3:00 on the first Friday of April of each year at the principle office of the corporation, or at such other time and place or places as the board of directors may designate from time to time by resolution. Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if a majority of the members of the board shall individually or collectively consent in writing to such action. The then existing board of directors shall elect the new directors by a vote of the majority present at such meeting, or as provided in the bylaws.

ARTICLE X

The name and address of the Incorporator executing these Articles of Incorporation is:

**George G. Levin
100 Bay Colony Lane
Fort Lauderdale, Florida 33308**

ARTICLE XI

The corporation is established for charitable purposes that shall be subject to the limitations, purposes and powers in compliance with Internal Revenue Code Section 501 (c)(3).

ARTICLE XII

The property of the corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE XIII

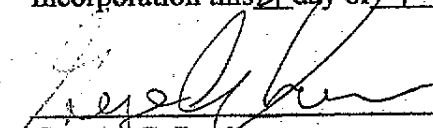
Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its exempt status under Section 501 (c) (3) of the Internal Revenue code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE XIV

Subject to the limitations contained in the bylaws and any limitations set forth in the Not for Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the Corporation, the bylaws of this Corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the

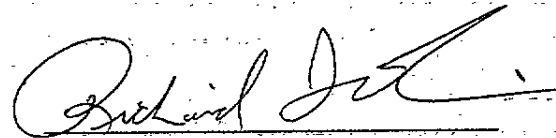
board of directors or by following any procedure set forth therefore in the bylaws.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21 day of August, 2002.


George G. Levin

8/21/02
Date

Having been named 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 provision 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.


Richard D. Tobin
Registered Agent

FILED
02 AUG 23
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TALLAHASSEE FLORIDA