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Florida Department of State  
Division of Corporations  
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**RE-SUBMIT**  
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2007 MAY 23 P 1:07  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**REALTOR ASSOCIATION OF GREATER FORT MYERS AND THE BEA**

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CAPITAL CONNECTION

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Florida NO. 8440-t P. 25 state



May 29, 2007

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

YOUR CAPITAL CONNECTION

**RE-SUBMIT**

SUBJECT: REALTOR ASSOCIATION OF GREATER TAMPA BAY THE BEACH CRISIS  
FOUNDATION, INC.  
REF: W07000025523

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You failed to make the correction(s) requested in our previous letter.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

If you have any further questions concerning your document, please call (850) 245-6955.

Suzanne Hawkes  
Document Specialist  
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Article V  
approved by  
Stacy Platter



**RE-SUBMIT**  
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**ARTICLES OF INCORPORATION  
OF  
REALTOR® ASSOCIATION OF GREATER FORT MYERS AND THE BEACH  
CRISIS FOUNDATION, INC.**

2007 MAY 23 P 1:08

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

THE NAME OF THE CORPORATION IS  
REALTOR® ASSOCIATION OF GREATER FORT MYERS AND THE BEACH  
CRISIS FOUNDATION, INC.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these Articles if this Instrument is filed with the Department of State within five (5) days, exclusive of legal holidays, after said subscription and acknowledgment and if same are subsequently approved by the Department of State and all filing fees and taxes paid; otherwise, corporate existence shall begin when this instrument has been filed with the Department of State and is approved by it and all filing fees and taxes have been paid.

**ARTICLE III - PURPOSE**

(1) The purposes for which the Corporation is organized are to receive and maintain real property, personal property, or any other thing of value, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income there from and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

(2) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Trustee or Officer of the Corporation or any member of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Trustee or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No

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substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(3) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(4) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(5) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(6) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(7) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

(8) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

(9) Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as

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the Board of Trustees shall determine. Any of said assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for said purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for said purposes.

#### ARTICLE IV – PRINCIPAL OFFICE; INITIAL REGISTERED OFFICE AND AGENT

The principal office of the Corporation is located at 2840 Winkler Avenue, Fort Myers, FL 33916. The street address of the initial registered office of this corporation is 12510 World Plaza Lane, Suite 1, Fort Myers, FL 33907, and the name of the initial registered agent of this corporation at that address is Edward W. Hale. The above registered agent and street address for the registered office is also the name and street address of the Registered Agent for service of process upon this corporation.

#### ARTICLE V - INITIAL BOARD OF TRUSTEES

The corporation shall have seven (7) Trustees initially. The number of Trustees may be increased or decreased from time to time, but shall never be fewer than five (5). No said decrease shall have the effect of shortening the term of any Incumbent Trustee. The names of the initial Trustees are Christie Knight, Suzanne Sherer, Connie Gustafson, Kevin Williamson, Linda Biondi, Kelly Pry, and Jim Woodard, and all have the address of 2840 Winkler Ave., Fort Myers, Florida, 33916.

The first, second and third Trustees named above shall serve for three (3) years. The fourth and fifth Trustees named above shall serve for two (2) years. The sixth and seventh Trustee(s) named above shall serve for one (1) year from date of incorporation. After the expiration of the original terms, succeeding Trustees shall serve two year terms. In all instances, for whatever reason necessary, all additional Trustees shall be elected by the Trustees and not by the members. All Trustees must meet the qualifications at least of General membership. Any Trustee may also serve as an officer of the Corporation.

The terms "Trustee" and "Director" may be used interchangeably in these Articles and the Bylaws. The method of election of Trustees and/or Directors is as stated in the Bylaws. Any Trustee may be removed, with or without cause, by a majority vote of the Board of Trustees at a duly called special meeting of the Board of Trustees. Members will not vote on removal of Trustees.

#### ARTICLE VI - MEMBERS

Members of the Corporation will be those persons who at any time after incorporation donate to the Corporation:

1. At any one time or cumulatively over a period of time the sum of

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\$25,000 or greater. Those persons so qualifying will have lifetime memberships after achieving said level of donation.

2. Annually the sum of \$5,000.00 up to \$25,000.00. Those persons so achieving this level of donation shall be known as benefactor members.

3. Annually the sum of \$1,000.00 up to \$5,000.00. Those persons so achieving this level of donation shall be known as patron members.

4. Annually the sum of \$500.00 up to \$1,000.00. Those persons so achieving this level of donation shall be known as general members for the year the donation is made.

Notwithstanding anything in the foregoing or elsewhere that may be to the contrary, those members other than lifetime members shall be members of the Corporation only in the calendar year during which the aforesaid donation level was achieved. In any calendar year when said donation level is not achieved, membership status shall terminate in the manner provided in the Bylaws, except for lifetime memberships.

Members so qualifying before December 31, 2007, and paying \$100.00 or more will in addition be known as founding members and membership by virtue of said initial donation shall continue through December 31, 2008.

#### ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is Peggy Hummel, who has the address of 2840 Winkler Ave., Fort Myers, Florida. 33916.

#### ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Trustees. Any such adoption, alteration, amendment, or repeal of the bylaws should occur by a majority vote of the Board of Trustees.

#### ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or Trustee, or any former officer or Trustee, to the full extent permitted by law.

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## ARTICLE X - RESERVATION

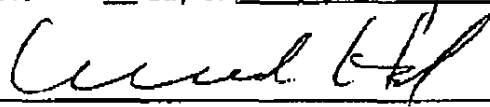
This Corporation, through its Board of Trustees, reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment thereto and any right conferred upon the membership is subject to this reservation.

Date: 5/21/07  
Incorporator

Print Name: Peggy Hummel

## Acceptance of Registered Agent

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 of 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 am familiar with and accept the obligations of my position as registered agent.

Dated this 23 day of May, 2007.  
Edward W. Hale, Esq.  
Hale Law Group, P.A.  
12510 World Plaza Lane  
Suite 1  
Fort Myers, FL 33907

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2007 MAY 23 P 1:08  
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TALLAHASSEE, FLORIDA

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