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P.O. Box 274121
Tampa, Florida 33688-4121

N95000001150

Mar 3, 1995

Division of Corporations
Florida Department of State
PO Box 6327
Tallahassee, FL 32314

Re: Suncoast Native Plant Society, Inc.

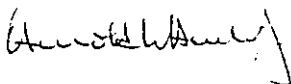
Dear Sir or Madam:

I am enclosing the original and one copy of the Articles of Incorporation for the above captioned proposed Florida corporation to be effective upon filing. Also enclosed is a check for the following fees:

File Articles of Incorporation	\$ 35.00
Registered agent fee	35.00
Certified copy of Articles	<u>52.50</u>
Total	\$ 122.50

Please file these Articles of Incorporation and forward the certified copy to me for our corporate records.

Sincerely,



cc: Carl L. Strohmenger

NANCY HENDRICKS MAR 13 1995

Articles Of Incorporation of
Suncoast Native Plant Society, Inc.
(A Florida Not for Profit Corporation)

FILED
95 MAR -9 PM 3 44
FILE

The undersigned incorporator, for the purpose of forming a not for profit corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I Name

The name of this corporation shall be:

Suncoast Native Plant Society, Inc.

ARTICLE II Principal Office

The principal place of business and mailing address of the corporation shall be:

Physical Address:
10502 N. Hamner Ave
Tampa FL 33612

Mailing Address:
PO Box 15578
Tampa FL 33684-5578

ARTICLE III Purposes

This corporation is organized for the purpose of educating the public about native and exotic plants, of propagating and distributing native plants, of removing exotic plants and for transacting any and all lawful business for which corporations may be incorporated under the Florida Not For Profit Corporation Act.

ARTICLE IV Directors

The corporation shall be managed by a board of not less than three directors and not more than 21. Directors shall be elected as provided in the corporation's bylaws.

ARTICLE V Initial Registered Agent and Address

The name and address of the initial registered agent of the corporation is:

Carl L. Strohmenger
10502 N. Hamner Ave
Tampa FL 33612

ARTICLE VI Incorporator

The name and street address of the incorporator to these Article of Incorporation is:

Carl L. Strohmenger
10502 N. Hamner Ave
Tampa FL 33612

ARTICLE VII Duration, Effective Date

This corporation shall exist perpetually, commencing as of the date these Articles are filed with the Secretary of State.

ARTICLE VIII Bylaws

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

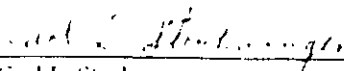
ARTICLE IX Conflicts of Interest

No contract or other transaction between this Corporation and one or more of its directors or any other corporation, firm, association or entity in which one or more of the directors are directors or officers or are financially interested, shall be either void or voidable because of such relationship or interest or because such director or directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction or because his or their votes are counted for such purpose, if:

- The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors; or
- The fact of such relationship or interest is disclosed or known to the shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or
- The contract or transaction is fair and reasonable as to this Corporation at the time it is authorized by the Board, a committee or the shareholders.

Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction.

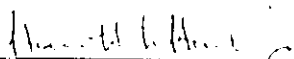
IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation this March 3, 1995



Carl I. Strohmenger
Incorporator

State Of Florida
County Of Hillsborough

The foregoing Articles of Incorporation were acknowledged before me this March 3, 1995, by Carl L. Strohmenger, who is personally known to me.



Harold L. Harkins, Jr.
Notary Public - State of Florida



HAROLD L. HARKINS JR
My Commission CC39814R
Expires Sep. 20, 1998

**Certificate of Designation of
Registered Agent/Registered Office**

In pursuant to the provisions of §607.0501, *Florida Statutes*, the undersigned corporation, organized under the law of the state of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is:

Suncoast Native Plant Society, Inc.

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

Carl L. Strohmenger
10502 N. Hamner Ave
Tampa FL 33612

Suncoast Native Plant Society, Inc.

By: Carl L. Strohmenger
Carl L. Strohmenger
Incorporator
March 3, 1995

Having been named as registered agent and to accept service of process for the above named 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 affirm that I am familiar with and accept the obligations of my position as registered agent.

Carl L. Strohmenger
Carl L. Strohmenger
Registered Agent
March 3, 1995