

N980000006862

TRANSMITTAL LETTER

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

SUBJECT: Brevard Nature Alliance, Inc.
(Proposed corporate name - must include suffix)

900002690559--7
-11/18/98--01061--002
*****78.75 *****78.75

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

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Albert M. Koller, Jr.
Name (Printed or typed)

2645 Royal Oak Drive
Address

Titusville, FL 32780
City, State & Zip

(407) 632-1111, ext. 42001
Daytime Telephone number

*Dmc
12/17/98*

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TALLAHASSEE, FLORIDA

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

F. CHESSEN NOV 23 1998

ARTICLES OF INCORPORATION

Brevard Nature Alliance, Inc.

The undersigned incorporator, for the purpose of forming a 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 Brevard Nature Alliance, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: P. O. Box 423, Titusville, Florida 32781

ARTICLE III: PURPOSES

The purposes of the corporation are as follows:

The Brevard Nature Alliance, Inc. will sponsor and promote the development of nature-based education and activities throughout Brevard County. The services and programs of the Alliance will encourage participation and appreciation of the natural environment by all citizens in the area. Particular attention will be given to coordinating the activities of nature groups in the various separated geographical areas of the County.

In addition, the Alliance will act as the central agency for analyzing area natural resources and physical needs and will develop long-range plans for the County. In this regard, it may act as a board of experts to the County Commission for guidance in the expenditure of public funds to maximize community environmental development.

In all of its activities the Alliance will comply with the following guidelines:

- (a) This corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code (or corresponding section of any future Federal tax codes).
- (b) This corporation is organized and operated exclusively for non-profit purposes, and no part of any net earnings shall inure to the benefit of any member, director, or officer.
- (c) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Section 501 (c) (3) purposes. No substantial part of the activities of the

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

- (d) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

ARTICLE IV: TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V: MEMBERSHIP

The qualification of members and the manner of their admission to this corporation shall be determined by the ByLaws of this corporation, and all persons elected to such membership shall be so elected in accordance with the ByLaws. Further, the membership of this corporation shall constitute all persons hereinafter named as subscribers and directors, and such other persons as, from time to time, hereafter may become members in the manner provided by the ByLaws.

ARTICLE VI: MANNER OF ELECTION OF DIRECTORS

The affairs of this corporation are to be managed by the following officers: Chairman, Vice Chairmen (3), Secretary, Treasurer, and a Board of Directors consisting of the above officers and such other members as may be provided in the ByLaws. The officers and directors shall be elected at the annual meeting of the corporation, as provided in the ByLaws, to hold office until the end of the succeeding annual meeting.

ARTICLE VII: INTERIM DIRECTORS

This corporation shall have twelve directors. The Board of Directors may be increased from time to time by non-voting ex-officio members as provided in the Bylaws. The names and addresses of the persons who are to serve as directors of the corporation until the first election thereof are as follows:

	<u>Names</u>	<u>Addresses</u>
1.	Robert Newkirk	308 Julia Street Titusville, FL 32796
2.	Ron Hight	P. O. Box 6504 Titusville, FL 32796
3.	Billy Specht	KSC Visitor Complex Mail Code: DNPS KSC, FL 32899
4.	Duane DeFreese	933 Waialae Circle, NE Palm Bay, FL 32905
5.	Ross Hinkle	6475 Windover Way Titusville, FL 32780
6.	Albert Koller	2645 Royal Oak Drive Titusville, FL 32780
7.	Walt Johnson	2000 S. Washington Ave., Suite 2 Titusville, FL 32780
8.	Lauralee Thompson	P. O. Box 307 Mims, FL 32754
9.	Charlie Venuto	835 Lakewood Circle Merritt Island, FL 32953
10.	William Broussard	502 E. New Haven Avenue Melbourne, FL 32901
11.	Julia E. Parker	550 W. Pine Road Melbourne Village, FL 32904
12.	Anne Birch	2205 Sea Avenue Indiatlantic, FL 32903

ARTICLE VIII: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Albert M. Koller, Jr.
2645 Royal Oak Drive
Titusville, FL 32780

ARTICLE IX: INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

Albert M. Koller, Jr.
2645 Royal Oak Drive
Titusville, FL 32780

ARTICLE X: BYLAWS

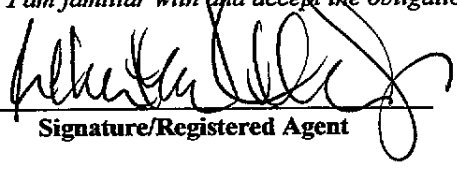
The ByLaws of this corporation shall be made, altered and rescinded only by the Board of Directors.

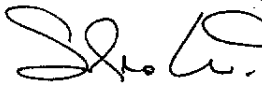
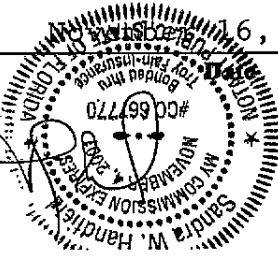
ARTICLE XI: AMENDMENTS

These Articles of Incorporation shall be amended only by proposal and adoption of the Board of Directors.

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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/Registered Agent


 16, 1998

POWERS

The corporation is to have the power to do any and all things necessary or expedient for carrying out the objectives and purposes of the corporation and in general to possess all rights, privileges and immunities, and enjoy all the benefits granted to corporations of similar character under the law of the State of Florida.

WITNESS the hands and seals of the incorporator in Brevard County and State of Florida, this 2nd day of December, A.D. 1998.

NAME

Albert M. Koller, Jr.

ADDRESS

2645 Royal Oak Drive
Titusville, FL 32780

STATE OF FLORIDA
COUNTY OF BREVARD

Personally appeared before me the undersigned authority, Albert M. Koller, Jr., to me well-known to be the subscriber to the foregoing Articles of Incorporation of the Brevard Nature Alliance, Inc., a corporation not for profit, who, being by me, first duly sworn, acknowledged that he signed the same for the purposes therein expressed.

WITNESS my hand and seal at Titusville, Brevard County, State of Florida, this 2nd day of December, A.D. 1998.

My commission expires:

[Signature]
Notary Public, State of Florida

