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Amended/Restated
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AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
THE HOBE SOUND NATURE CENTER, INC.
A FLORIDA CORPORATION NOT FOR PROFIT

ARTICLE I
NAME AND ADDRESS

The name of this Corporation shall be: THE HOBE SOUND NATURE CENTER, INC.
 The principal office of the Corporation is located at 13640 SE Federal Highway, Hobe Sound,
 FL 33455, County of Martin, and the mailing address is PO Box 214, Hobe Sound, FL 33475.

ARTICLE II
CORPORATE EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE III
CORPORATE PURPOSES

The purposes for which this corporation is organized are:

1. To initiate, institute, organize, conduct, carry on, exhibit and promote, alone or in conjunction or cooperation with other organizations, or national, state, municipal or private organizations, museums, and scientific or educational institutions or bodies (whether the same be organized for profit or not), a program, programs, or series of programs for bringing about better understanding and appreciation of wild life, nature, the natural sciences and the environment of Florida and in particular the Martin County area both on and off the water.
2. To initiate, institute, organize, conduct, carry on and promote, along or in cooperation or in conjunction with others, activities which will support an environmental center in Martin County, Florida.
3. To solicit, receive, collect, distribute and use funds and contributions in money, equipment, personal services, clothing and other property appropriate or convenient to the effectuation of the general purposes of this corporation, directly or through agents or employees or through partnerships, corporations, foundations, funds or other enterprises engaged in like activities.
4. This corporation is organized and shall be operated exclusively for charitable, educational and scientific purposes.

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No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, 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 herein.

No substantial part of the activities of the corporation shall be the carrying on or 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 any candidate for public office.

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 of 1986, or the corresponding provision of any future United States Internal Revenue Law, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IV CORPORATE POWERS

The Corporation shall have and exercise all powers accorded corporations not for profit under the laws of the State of Florida which are not in conflict with the Corporation's exempt purposes as provided in Article III above.

ARTICLE V CAPITAL STOCK

The Corporation shall not have capital stock.

ARTICLE VI MEMBERS

The Corporation shall have no voting members. The Board of Directors may authorize the establishment of nonvoting membership from time to time. The designation of one or more classes of membership, the qualifications and rights of the members of each class, and the manner of their admission to membership shall be regulated by the Bylaws of the Corporation.

**ARTICLE VII
BOARD OF DIRECTORS**

The powers of the Corporation shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, a Board of Directors, the number of which shall be determined from time to time by the Bylaws but shall consist of not fewer than five. The manner and method of election of the Board of Directors shall be as stated in the Bylaws of the Corporation. Where not inconsistent with Chapter 617, Florida Statutes, and the express provisions of these Articles of Incorporation, the Board of Directors shall have all the rights, powers, and privileges prescribed by law of directors of corporations for profit.

The current members of the Board of Directors of the Corporation are as set forth below, who hold office for such terms as provided in the Bylaws of the Corporation and until their successors have been elected and qualified or until their earlier resignation, removal from office, inability to act, or death:

<u>Board Member</u>	<u>Address</u>
Ann Calder	220 S. Beach Road Hobe Sound, FL 33455
Audrey Charlson	11839 SE Plandome Drive Hobe Sound, FL 33455
Anne Coughlan	8354 SE Lagoon Street Hobe Sound, FL 33455
Evie Day	5958 SE Mourning Dove Way Hobe Sound, FL 33455
Carl Doerge	7081 SE Golfhouse Drive Hobe Sound, FL 33455
Cindy Foley Treasurer	PO Box 1072 Hobe Sound, FL 33475
Mary Garrett	202 S. Beach Road Hobe Sound, FL 33455
Nina Griswold Vice President	128 N. Beach Road Hobe Sound, FL 33455

Leslie Herlin	8520 SE Sabal Street Hobe Sound, FL 33455
Betsy Johnston	110 Mangrove Bay Way #1401 Jupiter, FL 33477
Judy McBrayer	PO Box 875 Hobe Sound, FL 33455
Genie Murray	PO Box 125 Hobe Sound, FL 33475
Michelle Reed Secretary	5200 SE 138 th Street Hobe Sound, FL 33455
Hope Reese Vice President	7050 SE Wood Stork Way Hobe Sound, FL 33455
Elaine Timbers President	182 S. Beach Road Hobe Sound, FL 33455
Mabel Vogel	6978 SE Golfhouse Drive Hobe Sound, FL 33455
Sally Roosevelt	10343 SE Marigold Circle Hobe Sound, FL 33455

ARTICLE VIII
AMENDMENTS

These Articles of Incorporation may be amended by the affirmative vote of at least a majority of the members of the Board of Directors present at any regular or special meeting provided proper notice of the changes to be made has been given and a quorum is present, or without a meeting if a consent in writing, signed by the number of Directors whose votes would be necessary to authorize such amendment at a meeting, is filed in the minutes of the Corporation. Within ten days after obtaining such authorization by written consent, notice summarizing the action shall be given to those Directors who have not consented in writing.

ARTICLE IX
DISSOLUTION

Upon dissolution, all of the Corporation's assets remaining after payment of all liabilities, and making provisions for costs and expenses of such dissolution shall be distributed to such organization or organizations which qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law, selected by the Directors, to be used exclusively for the purposes set forth in Article III above. None of the assets shall be distributed to any officer, director, or member of the Corporation, or any other person or organization not described in the preceding sentence.

ARTICLE X
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Registered Office of the Corporation is 13640 SE Federal Hwy, Hobe Sound, FL 33455 (mailing address P.O. Box 214, Hobe Sound, FL 33475, and the current Registered Agent at such address is Mabel Vogel.

IN WITNESS WHEREOF, I hereby certify that these Amended and Restated Articles of Incorporation of The Hobe Sound Nature Center, Inc. were duly adopted by the Board of Directors at a meeting on Feb 10, 2014.

Michelle Reed
Michelle Reed, Secretary

STATE OF FLORIDA
COUNTY OF Martin

The foregoing instrument was acknowledged before me this 28th day of February, by Michelle Reed, as Secretary of the Hobe Sound Nature Center, Inc., a Florida corporation not-for-profit, () who is personally known to me, or () who has produced _____ [type of identification] as identification.

Cynthia Foley
Signature of Notary Public
Notary Stamp/Seal:

