

N00000003323

William J. Roberts

Requester's Name

217 S. Adams St.

Address

Tallahassee FL

City/State/Zip

850/224-5169

Phone #

Call When Ready

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. AG. MARKETING. ORG., INC.

(Corporation Name)

(Document #)

2. (Corporation Name)

(Document #)

Bill J. Jettell

GAVE

AUTHORIZATION BY PHONE TO

CORRECT ART VII

DATE 5-22-00

DOC. EXAM CB

3. (Corporation Name)

(Document #)

4. (Corporation Name)

(Document #)

☒ Walk in

☐ Pick up time

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

☐ Profit

☒ Not for Profit

☐ Limited Liability

☐ Domestication

☐ Other

AMENDMENTS

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

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-05/22/00--01059--007

\*\*\*\*\*78.75 \*\*\*\*\*78.75

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 MAY 22 AM 10:09

RECEIVED

CB  
5-22-00  
7

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

REGISTRATION/QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

Examiner's Initials

**ARTICLES OF INCORPORATION**  
**OF**  
**AG. MARKETING.ORG., INC.**

00 MAY 22 AM 10:45  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, citizens of the United States, desiring to form a Non-for-Profit Corporation, pursuant to Chapter 617, Florida Statutes, do hereby certify as follows:

**ARTICLE I**

Name

The name of the corporation shall be: AG. MARKETING.ORG., INC.

**ARTICLE II**

Corporate Location

The street address of the initial principal office of this corporation is: 217 South Adams Street, Tallahassee, FL 32301

and the name of the initial registered agent of this corporation is:

Tom Adams  
*217 South Adams St*  
Tallahassee, FL 32301

**ARTICLE III**

Purposes, Objects, Powers

1. The corporation is organized and shall be operated exclusively for the following purposes:
  - To develop, promote and distribute recycled agricultural products and materials.
2. The objects or goals of the corporation shall be:
  - To reduce pollutants from agricultural operations through recycling.

3. As a means of accomplishing the foregoing purposes, the Corporation shall have the following powers:

- To conduct research to develop processes and operate recycling centers and any other powers reasonably necessary.

**ARTICLE IV**  
Term of Existence

This corporation shall have perpetual existence.

**ARTICLE V**  
Subscribers

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

Tom Adams	217 South Adams Street Tallahassee, FL 32301
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**ARTICLE VI**  
Officers

The corporation shall have a President, a Vice President, a Secretary-Treasurer. There shall be such additional vice presidencies and assistant officerships as the Board of Directors shall, in its discretion, determine. The offices of President and Secretary-Treasurer may not be filled by the same individual; otherwise, individuals may hold dual offices. The President, Vice President and Secretary-Treasurer, as the Executive Committee, shall manage the affairs of the corporation.

Each of the following named individuals shall serve in the offices set opposite their names below, until the first annual meeting of the Board of Directors.

<u>NAME</u>	<u>OFFICE</u>
Tom Adams	President
	Vice President
	Secretary-Treasurer

The duties, qualifications, manner and time of elections, and terms office of all officers of the corporation shall be as prescribed by Bylaws of the corporation.

## ARTICLE VII

### Membership

Corporate members shall be the officers and board of directors of the Corporation.

## ARTICLE VIII

### Board of Directors

The corporate powers of the Corporation shall be vested in a Board of Directors, consisting of no less than (3) and not more than seven (7) members, as shall be provided in the Bylaws. Where not inconsistent with the expressed provisions of these Articles, the Board of Directors shall have the rights, powers and privileges prescribed by law for directors of not-for-profit corporations.

Within the standards and limitations prescribed herein, the qualifications and terms of office, manner of selection of members of the Board of Directors, and the time, place and manner of calling meetings, giving notice of and conducting the meetings of the Board of Directors, and the number of Directors which shall constitute a quorum at the meetings of the Board of Directors shall be prescribed by the Bylaws of the corporation.

The Board of Directors may appoint an individual to serve as Executive Vice President of the Corporation, and shall prescribe the manner of appointment, the term of office, duties and compensation of the Executive Vice President. The Executive Vice President may be removed only by concurrence of a majority of the members of the Board of Directors.

The Board of Directors, by majority vote at any properly constituted meeting, shall fill such vacancies as may occur on the Board and may remove members of the Board in accordance with the Bylaws of the corporation. The Board of Directors, by majority vote of those present at any properly constituted meeting, may appoint advisory committees for such purposes as the Board shall deem necessary.

## ARTICLE IX

### Indemnification

The corporation shall indemnify and save harmless any and all persons who shall serve, or who shall have served at any time as Directors, members of the Executive Committee or officers, their respective heirs, administrators, successors, and assigns from and against any and all expenses, claims or losses of any description, including amounts paid upon judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit, or proceeding which may be asserted against them, or any of them, by reason of their being or having been directors, members of the Executive Committee, or officers, except in relation to matters as to which any such trustee, members of the Executive Committee or officer or person shall be adjudged in any action, suit, or proceeding to be liable for his own negligence or misconduct in the performance of duty. Such

indemnification shall be in addition to any other rights to which those indemnified may be entitled under any Bylaws, agreements or otherwise.

#### ARTICLE X Amendments

These Articles of Incorporation may be amended by a concurrence of two-thirds of those present at any regular or special meeting of the Board of Directors, provided a quorum is present and ratified by the membership at its next regular meeting, and provided, also, in the case of a special meeting, that said meeting shall have been called for the purpose of such amendment.

#### ARTICLE XI Bylaws

Bylaws of the corporation shall be approved, altered, rescinded, or amended by concurrence of two-thirds of those present at any regular or special meeting of the Board of Directors, provided a quorum is present, and ratified by two-thirds of the membership at its next regular meeting, and provided, in the case of a special meeting, that said meeting shall have been called for the purpose of such amendment.

#### ARTICLE XII Dissolution

Upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which shall be then qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the Federal Government, or to a state or local government, for a public purpose, and none of the assets will be distributed to any member, officer, or director of the corporation.

#### ARTICLE XIII Non-Stock Basis

The corporation is organized and shall be operated on a non-stock basis within the meaning of the Florida Not-for-Profit Corporation Act and shall not have the power to issue shares of any type or class.

IN WITNESS WHEREOF, the undersigned subscribers have affixed their signature hereto  
this 18 day of May, 2000.

Signed, sealed and delivered in  
the presence of:

Wilson W. Wright  
Witness

Wilson W. Wright

Typed/Printed Name of Witness

June Wright  
Witness

June Wright

Typed/Printed Name of Witness

TOM ADAMS  
SUBSCRIBER - TOM ADAMS

STATE OF FLORIDA )  
COUNTY OF Leon )

The foregoing instrument was acknowledged before me this 18 day of May,  
2000, by Tom Adams, subscriber to the foregoing Articles of Incorporation. Personally  
known ✓ OR Produced Identification \_\_\_\_\_. Type of Identification produced \_\_\_\_\_



William J. Roberts  
MY COMMISSION # CC840342 EXPIRES  
May 25, 2003  
BONDED BY THE FLORIDA JUDICIAL SYSTEM

William J. Roberts  
NOTARY PUBLIC

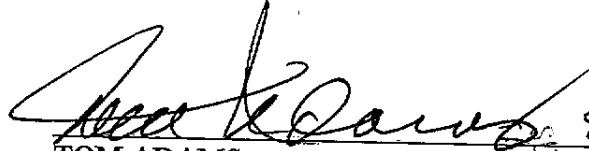
Typed/Printed Name of Notary

Commission No. \_\_\_\_\_

My commission expires: \_\_\_\_\_

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT


Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept in this capacity, and agree to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open said office for service of process.

  
TOM ADAMS  
REGISTERED AGENT

FILED  
MAY 22 AM 10:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA )  
COUNTY OF Leon )

The foregoing instrument was acknowledged before me this 18 day of May, 2000, by TOM ADAMS, who is personally known to me or who has produced \_\_\_\_\_ as identification and he did not take an oath.

  
William J. Roberts  
MY COMMISSION # LC840342 EXPIRES  
MAY 25, 2006  
BONDED THRU TROY PART INSURANCE, INC.  
NOTARY PUBLIC

Printed or Typed Name of Notary Public \_\_\_\_\_  
Commission No. \_\_\_\_\_  
My commission expires: \_\_\_\_\_