

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

000000005313

Botanical Gardeners &  
Bonita Springs, Inc

400003350734--0

-08/09/00-01045--018

\*\*\*\*\*78.50 \*\*\*\*\*78.50

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

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00 AUG -9 11:16  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

August 14, 2000

CAPITAL CONNECTION, INC.  
417 E VIRGINIA ST, STE 1  
TALLAHASSEE, FL 32302

SUBJECT: BOTANICAL GARDENS OF BONITA SPRINGS, INC.  
Ref. Number: W00000019988

We have received your document for BOTANICAL GARDENS OF BONITA SPRINGS, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith  
Document Specialist

Letter Number: 600A00043654

*corrected*

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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RECEIVED

**ARTICLES OF INCORPORATION**  
**OF**  
**BOTANICAL GARDENS OF BONITA SPRINGS, INC.**  
**A FLORIDA CORPORATION NOT FOR PROFIT**

The undersigned incorporators by these articles associate themselves for the purpose of forming a corporation not for profit pursuant to the laws of the State of Florida, and adopt the following articles of incorporation:

**ARTICLE I.**

**NAME**

The name of the corporation is BOTANICAL GARDENS OF BONITA SPRINGS, INC.  
The principal place of business of the corporation shall be: 27800 Harold St.,  
Bonita Springs, FL 34135.

**ARTICLE II.**

**TERM OF EXISTENCE**

The association shall have perpetual existence, and the corporate existence will commence on the filing of these articles with the Department of State. If for any reason, the corporation shall cease to exist as a legal entity, and its charter shall expire or be terminated, the property both real and personal owned by the Corporation, shall be sold and all proceeds shall be donated to a non-profit charitable organization under the laws of the State of Florida.

**ARTICLE III.**

**DISSOLUTION**

Upon dissolution of the corporation, and prior to the completion thereof, all liabilities and obligations of the corporation shall be paid, satisfied, and discharged, and all of the remaining assets, property, and income owned or held upon condition requiring return, transfer, or conveyance by reason of the dissolution, shall be expended for or applied to the purposes of the corporation, or one or more of such purposes, exclusively by transferring and conveying such assets, property and income to one or more corporations or organizations in Collier County engaged in activities substantially similar to those of this corporation (no part of the net earning of which inures to the benefit of any member or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation), in accordance with the laws governing not-for-profit corporations of the State of Florida, and no part of such remaining assets, property or income shall be distributed to members or to any other persons whatsoever.

**ARTICLE IV.**

**PURPOSE**

The purposes for which this corporation is formed are:

- A. Primarily to operate a nonprofit corporation exclusively for gardening, to wit,

- B. Generally to have and exercise all rights and powers conferred on nonprofit corporations under the laws of the State of Florida, or which may hereafter be conferred, including the power to contract, rent, buy, or sell personal or real property; provided however, that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation.
- C. Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation.
- D. To perpetuate the ideas and principals of gardening.
- E. To attract new members to support and expand the objective of the group.
- F. To provide a social and recreational organization for its members and their guests.

## **ARTICLE V.**

### ***MEMBERS***

Any person who is interested in the objectives of this group shall be eligible for membership. The membership shall be upon application to and acceptance by the members of the corporation.

## **ARTICLE VI.**

### ***BY-LAWS***

By-Laws of the corporation shall be adopted by the Board of Directors and may be amended or rescinded by the Board of Directors.

## **ARTICLE VII.**

### ***AMENDMENTS***

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the members, and approved by a majority of members at a regular meeting, unless all members and all directors sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation be made.

## **ARTICLE VIII.**

### ***INITIAL REGISTERED OFFICE AND REGISTERED AGENT***

The street address of the initial registered office of this corporation is 2640 Golden Gate Parkway, Suite 206, Naples, FL 34105, and the name of the initial registered agent of this corporation at that address is Donald K. Ross, Jr., Esquire.

## ARTICLE IX.

### FIRST BOARD OF DIRECTORS

The number of persons constituting the first board of directors shall be 3. The number of Board of Directors may be increased from time to time by By-Laws adopted by the Board of Directors. The method of election of the Board of Directors is as stated in the bylaws.

## ARTICLE X.

### INCORPORATORS

The names and addresses of the incorporators to these articles are as follows:

NAME	ADDRESS
DONALD K. ROSS, JR., ESQUIRE	Richman, Deifik, Lanier & Ross, PA 2640 Golden Gate Parkway, Suite 206 Naples, FL 34106

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8th day of Aug, 2000.

[Signature]  
DONALD K. ROSS, JR.,

STATE OF FLORIDA

COUNTY OF COLLIER

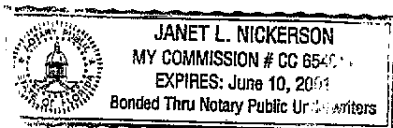
The foregoing instrument was acknowledged before me this 8th day of August, 2000, by Donald K. Ross, Jr., who is personally known to me or who has produced \_\_\_\_\_ as identification.

[Signature]  
Notary Public

Typed Name:

My Commission Number is:

My Commission Expires:



**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES,  
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF  
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED  
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The Name of the corporations is: **BOTANICAL GARDENS OF BONITA SPRINGS, INC.**

2. The Name and address of the registered agent and office is:

Donald K. Ross, Jr., Esquire

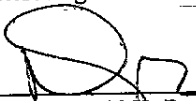
2640 Golden Gate Parkway, Suite 206

Naples, Florida, 34105-3203

FILED  
AUG 14 PM 4:29  
CLERK OF CIRCUIT COURT  
FLORIDA

**ACCEPTANCE**

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.

  
\_\_\_\_\_  
Donald K. Ross, Jr., Esquire

8/8/00  
\_\_\_\_\_  
(Date)