



Jeb Bush  
Governor

# N00000005911

## Department of Environmental Protection

Marjory Stoneman Douglas Building  
3900 Commonwealth Boulevard  
Tallahassee, Florida 32399-3000

David B. Struhs  
Secretary

August 8, 2000

David Mann, Director  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32314

000003385240--1

Dear Mr. Mann:

This letter is to certify to you that Friends of Faver Dykes State Park, Inc., is a duly authorized citizen support organization which is under contract to provide support for the Division of Recreation and Parks in accordance with Section 258.015, F.S.

Pursuant to FS. 217.0122, this filing is exempt from any fees when certified by the Department of Environmental Protection.

Sincerely,

Fran P. Mainella, CLP  
Director  
Division of Recreation and Parks

FPM/paw

Attachments

FILED  
00 SEP -5 PM 4:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Katori Rivers GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT ART. V  
DATE 9/7/00  
DOC. EXAM KR

"More Protection, Less Process"

Printed on recycled paper.

KR  
9/7

## ARTICLES OF INCORPORATION

Friends of Faver Dykes State Park, Inc.

(a corporation not for profit)

WE, the undersigned, with other persons being desirous of forming a corporation for charitable and educational purposes under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

### ARTICLE I

#### Corporate Name

The name of this corporation is Friends of Faver Dykes State Park, Inc.

### ARTICLE II

#### Purposes

This is a non-profit corporation organized exclusively for public charitable and educational purposes under Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code. Specifically this non-profit corporation is organized to function as a citizen support organization for Faver Dykes State Park in St. Augustine, St. Johns County, Florida, in order to generate and create additional resources and support for and in the best interest of the park through events and activities, including, but not necessarily limited to the following: work for the preservation, protection, interpretation and promotion of Faver Dykes State Park; through special work projects, special programs, special events, outreach programs, educational activities and communications, special exhibits, interpretive programs, fund raising activities and events, guided tours, and additional activities or events which are designed to meet the needs of Faver Dykes State Park.

### ARTICLE III

#### Duration

This corporation shall exist perpetually from the date it is filed with the Department of State, unless sooner dissolved voluntarily or by law.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE IV

### Management of Corporate Affairs

The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The Board of Directors shall be elected as set forth in the By-Laws of the Corporation.

The number of directors of this corporation shall be seven (7), provided however, that such number may be changed by a majority vote of the membership present and entitled to vote at a general membership meeting. The directors hereinafter named shall hold office until the first annual meeting, at which time new directors will be elected. The names and addresses of such initial directors are provided under Article XII.

## ARTICLE V

### Resident Agent and Office

The street address of the initial registered office is 1000 Faver Dykes Road, St. Augustine, FL 32086, and the name of the initial registered agent at such address is Elizabeth Nauright. The above address is also the corporate address.

## ARTICLE VI

### Membership

The Board of Directors of the Corporation shall have the power to admit members to the Corporation in such manner, subject to such qualifications, and upon such terms and conditions as may be provided from time to time in the By-Laws of the Corporation.

## ARTICLE VII

### Amendment of the By-Laws

By-Laws of the Corporation may be made, altered, rescinded or added to by a majority vote of the membership present and entitled to vote thereon any duly called general membership meeting of the Corporation upon 45 days notice of the proposed amendments.

## ARTICLE VIII

### Amendment of the Articles of Incorporation

Amendments to these Articles of Incorporation may be made by a majority vote of the membership present and entitled to vote at any duly called general membership meeting of the Corporation upon 45 days notice of the proposed amendments.

## ARTICLE IX

### Dedication of Assets

The property of this Corporation is irrevocable dedicated to educational and charitable purposes as set forth above, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

## ARTICLE X

### Earnings and Activities of Corporation

(a) No part of net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 in Article II hereof.

(b) No substantial part of the activities of the 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 any candidate for public office.

(c) Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (2) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United State Internal Revenue Law.)

(d) Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

## ARTICLE XI

### Distribution of Assets Upon Dissolution

1. In the event of dissolution or other termination of the corporation, title to all of its assets shall be distributed to the Department of Environmental Protection of the State of Florida, or its successor, to be used exclusively for the purposes hereinabove set forth, it being intended that no distribution or payment shall be made which will impair or destroy the tax exempt status of the corporation or which will result in the denial of tax exempt status to donations, contributions, legacies or dues received by this corporation to the extent that such tax exempt status shall be allowed under any applicable law or regulation.

2. Notwithstanding anything herein to the contrary, the assets of the corporation are hereby irrevocably dedicated to charitable use. Accordingly, in the event that the Department of Environmental Protection or its successor fails to qualify to receive or otherwise fails to accept the corporation's assets upon dissolution, the Board of Directors shall distribute the residual assets of the corporation to one or more organizations which are organized and operated exclusively for charitable, educational or scientific purposes and are qualified as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding section of any future tax code, or shall be distributed to the federal, state or local government for a public purpose. Any such residual assets not so disposed shall be disposed by the St. Johns County Court to such organizations as the court shall determine which are organized and operated exclusively for such purposes.

## ARTICLE XII

The names and residence addresses of the initial Board of Directors of this Corporation are:

### BOARD OF DIRECTORS

Elizabeth Nauright, President  
815 Faver Dykes Road  
St. Augustine, FL 32086  
(904) 794-7272

Frankie Pacetti, Vice President  
724 Hansen Road  
St. Augustine, FL 32086  
(904) 797-4408

Onnolee Livingston, Secretary  
117 Orange Avenue  
East Palatka, FL 32131  
(904) 325-7088

Glenda Frawley  
286 Monterey Avenue  
St. Augustine, FL 32084  
(904) 824-824-1775

Harold Livingston  
117 Orange Avenue  
East Palatka, FL 32131  
(904) 325-7088

George Pattney  
2733 S. Collins Avenue  
St. Augustine, FL 32084  
(904) 824-2697

Betty Pattney  
2733 S. Collins Avenue  
St. Augustine, FL 32084  
(904) 824-2697

The undersigned incorporator has executed these Articles of Incorporation this 20<sup>th</sup> day of July, 2000.

(Name) Elizabeth P. Nauright (Title) President  
Elizabeth Nauright

CERTIFICATE DESIGNATING AGENT UPON WHOM PROCESS MAY BE SERVED AND THE  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THE STATE OF FLORIDA

In pursuance of Section 48.091 and Section 607.034 (3), Florida Statutes, the following is  
submitted in compliance with said sections:

Friends of Faver Dykes State Park, Inc., desiring to organize under the laws of the State of  
Florida with its principal office as indicated in the Certificate of Incorporation, St. Johns County,  
State of Florida, has named Elizabeth Naught as its registered agent to accept service of process  
within this state, who is located at 1000 Faver Dykes Road, St. Augustine, FL 32086.

Having been named as the registered agent for the above Corporation for the purpose of  
accepting service of process at the registered office designated in this certificate, I hereby accept  
such appointment and agree to act in such capacity. I agree to comply with the provisions of said  
sections relative to keeping open the registered office.

Elizabeth Naught  
Registered Agent

*Elizabeth P. Naught*  
Signature-Registered Agent

7-26-00  
Date

FILED  
00 SEP -5 PM 4:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA