

Requester's Name

Address

City/State/Zip

Phone #

Office Use Only

R(S), (if known):

St. Augustine Sculpture Garden  
65 China Street  
St. Augustine, FL 32084

1. \_\_\_\_\_  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #) 000002405020-3  
-09/26/00-01030-001  
\*\*\*\*\*78.85 \*\*\*\*\*78.75

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

**OTHER FILINGS**

- ☐ Annual Report
- ☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

FILED  
00 OCT 26 PM 1:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Feb 10/26

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 29, 2000

ST. AUGUSTINE SCUPTURE GARDEN  
65 CUNA STREET  
ST AUGUSTINE, FL 32084

SUBJECT: ST. AUGUSTINE SCUPTURE GARDEN AND FLORIDA  
EDUCATIONAL CENTER FORTHE ARTS, INC.  
Ref. Number: W00000023682

We have received your document for ST. AUGUSTINE SCUPTURE GARDEN AND FLORIDA EDUCATIONAL CENTER FORTHE ARTS, INC. and your check(s) totaling \$78.85. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

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) 487-6926.

Gina Bullock  
Document Specialist

Letter Number: 100A00051164

FILED

00 OCT 26 PM 1:02

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF**  
**ST. AUGUSTINE SCULPTURE GARDEN AND**  
**FLORIDA EDUCATIONAL**  
**CENTER FOR THE ARTS, INC.**

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for the corporation:

**Article I**

*Name*

The name of the corporation is "St. Augustine Sculpture Garden and Florida Educational Center for the Arts, Inc."

**Article II**

The corporation shall have perpetual duration.

**Article III**

The corporation is a not for profit corporation. The purpose or proposes for which the corporation is organized are:

- a. The general purposes for which this corporation is formed are to operate exclusively for the educational and other purposes which will qualify it as an exempt organization under Section 501(C) (3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation. This corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

No Part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation. On liquidation or dissolution all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to a fund, foundation or corporation organized and operated for charitable or religious purposes designated by the board of directors which shall at the time qualifies as a tax-

- ... exempt organization under Internal Revenue Code Section 501 ( C ) ( 3 ), or as that statute may be amended.
- b. The specific and primary purposes for which this corporation is formed are to operate for the advance of and promotion of educational objectives of the St. Augustine Sculpture Gardens and Florida Educational Center for the Arts.
  - c. To assist in managing financial and budgetary needs of the St. Augustine Sculpture Gardens and Florida Educational Center for the Arts.
  - d. To support St. Augustine Sculpture Gardens and Florida Educational Center for the Arts programs in the interest of St. Augustine and St. Johns County citizens as the corporation deems appropriate.

#### Article IV

The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability for dues and assessments and the methods of collecting dues and assessments shall be as regulated in the bylaws.

#### Article V

The street address of the initial registered office of the corporation is 10 McMillan St., #1, St. Augustine, FL 32084. The name of its initial registered agent at that address is Sharon Poole.

#### Article VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be not less than three (3); provided, however, that that number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named here as the first board of directors shall hold office until the first meeting of members, to be held on October 1, 2000, at 9:00AM, at 10 McMillan St., #1 St. Augustine, Florida 32084, at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all subsequent times, shall serve for a term of three (3) years until the second annual meeting of members following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at 9:00 AM, on the 15<sup>th</sup> in the month of October of each year at the principal office of the corporation, or at any other place or places designated by the board of directors by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the Board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the Board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the director's authority.

The names and residential address of the persons who are to serve as initial directors are:

Thomas Glover White  
65 Cuna St.  
St. Augustine, FL 32084

Marianne Lerbs  
65 Cuna St.  
St. Augustine, FL 32084

Harold Lock  
169 Oneida St.  
St. Augustine, FL 32084

Maryellen Triebel  
11 Aviles St., Apt. 2-B  
St. Augustine, FL 32084

Sharon Poole  
10 McMillan St., #1  
St. Augustine, FL 32084

#### **Article VIII**

The board of directors shall elect the following officers: president, first vice-president, second vice president, treasurer, and secretary. And any other officers which the bylaws of this corporation authorize the directors to elect. Initially, officers shall be elected at the first annual meeting of the board of directors. Until that election is held, the following persons shall serve as corporate officers:

President:	Thomas Glover White
1 <sup>st</sup> . Vice President:	Sharon Poole
2 <sup>nd</sup> . Vice President:	Maryellen Triebel

Treasurer: Marianne Lerbs  
Secretary: Harold Lock

#### Article IX

Subject to the limitations contained in the bylaws and any limitations set forth in the Not for Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

#### Article X

The property of this corporation is irrevocably dedicated to educational or charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual.


#### Article XI


On the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for educational or charitable purposes and which has established its tax exempt status under Section 501 ( C ) (#) of the Internal Revenue code of 1986, or corresponding provisions of any subsequent federal tax laws.

#### Article XII

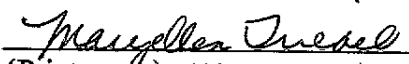
Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the purposes of forming this not for profit charitable corporation under the Laws of Florida, have executed these Articles of Incorporation on the 19<sup>th</sup> day of July, 2000.

  
(Print name) THOMAS GLOVER WHITE

  
(Print name) SHARON POOLE

  
(Print name) MARIANNE LERBS

  
(Print name) MARIELLEN TRIEBEL

ACKNOWLEDGED before me on the 19<sup>th</sup> day of July, 2000,  
by Thomas Glaser White, Marianna Lbrbs,  
Sharon Poole, and Maryellen Trichel who  
is/are personally known to me and who executed the foregoing Articles of Incorporation  
and acknowledged to and before me that he/she executed said instrument for the purposes  
therein expressed.



CLYDE E. WOLFE, P.A.  
Notary Public, State of Florida  
My comm. expires Oct. 26, 2001  
Comm. No. CC 678288

Clyde E. Wolfe  
NOTARY PUBLIC  
State of Florida, at Large  
My Commission Expires:

(SEAL)

**DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT**

Pursuant to F.S. 607.0501, 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 corporation is St. Augustine Sculpture Garden and Florida Educational Center for the Arts, Inc.
2. The name of the registered agent is Sharon Poole.
3. The address of the registered agent/registered office is 10 McMillan St., St. Augustine, FL 32084.




St. Augustine Sculpture Garden and Florida  
Educational Center for the Arts, Inc.

By: Thomas Glover White, Its President

**ACCEPTANCE**

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

DATE: OCTOBER 20, 2000

  
Sharon Poole

**FILED**  
00 OCT 26 PM 1:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA