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Greenberg Traurig
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OFFICE USE ONLY

Please call June @ 222-6891
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Save Our Marco Beaches, Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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TALLAHASSEE FLORIDA

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

T.SMITH NOV 13 2000

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DIVISION OF CORPORATION

Examiner's Initials

Articles of Incorporation of Save Our Marco Beaches, Inc.

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not For Profit Corporation Act, Florida Statutes Chapter 617, makes and adopts the following Articles of Incorporation:

ARTICLE 1. *Name.* The name of the corporation is as follows: **Save Our Marco Beaches, Inc.**

ARTICLE 2. *Address.* The address of the principal office and the mailing address of the corporation is: 1102 North Collier Blvd., Marco Island, FL 34145.

ARTICLE 3. *Initial Registered Office and Agent.* The street address of the initial registered office of the corporation is: 950 North Collier Blvd., Suite 411, Marco Island, FL 34145. The name of its initial registered agent at that address is: Patrick H. Neale.

ARTICLE 4. *No Members.* The corporation shall not have members and shall not issue membership certificates. The corporation shall not issue shares of stock.

ARTICLE 5. *Not For Profit.* The corporation is a not for profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these articles, under law and under IRC §501(c)(4) (referred to below as "code"). If the corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of the corporation and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under IRC §501(c)(4).

ARTICLE 6. *Duration.* The duration (term) of the corporation is perpetual.

ARTICLE 7. *Purposes.* The corporation is organized, and shall be operated exclusively for civic purposes, including but not limited to representing the interests of Marco Island residents in the protection of the beaches of the Island from the designation of those beaches as Critical Wildlife Habitat for the Piping Plover.

ARTICLE 8. *Powers.* Solely for the above purposes, the corporation shall have the following powers:

A. Any and all activities related to the Purpose set out in Article 7, including but not limited to raising funds for legal defense, raising funds for scientific and economic studies, sponsoring forums for the purpose of educating and organizing Marco Island residents as to the threat to their beaches posed by the designation of the beaches.

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B. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.

C. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not for Profit Corporation Act, and any successor or amendment to the Act.

D. To do any other things as are incidental to the powers of the corporation or necessary or desirable in order to accomplish the purposes of the corporation.

ARTICLE 9. *Limitation.* No part of the net earnings of the corporation shall inure directly or indirectly to the benefit of or be distributable to its members (if the corporation ever has any), directors or officers, but 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 7 (Purposes) of these articles.

ARTICLE 10. *Tax Exempt Status.* It is intended that the corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation IRC §501(a) as an organization described in IRC §501(c)(4) and which is other than a private foundation as defined in IRC §509. These articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. The corporation shall not carry on activities to such extent as would result in the loss of exemption under IRC §501(c)(4). All references in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

ARTICLE 11. *Dissolution.* On the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute all of the assets of the corporation exclusively for charitable, scientific or educational purposes in such manner and to such qualified organization or organizations as the board of directors shall determine.

Any of the assets not so distributed shall be distributed in accordance with the direction of any court having jurisdiction in the county in which the principal office of the corporation is then located, exclusively for the above purposes of the corporation or to a qualified organization or organizations as the court shall determine. For purposes of this article, an organization is a "qualified organization" only if, at the time of receiving the assets, it is operated exclusively for the purposes described in IRC §170(c)(1) or IRC §170(c)(2)(B) and is described in IRC §509(a)(1), (2) or (3).

ARTICLE 12. *Board Of Directors.* The initial directors are as follows:

Lynn Bradeen

650 Bald Eagle Drive

Marco Island, FL 34145

Richard Poposs

1102 N. Collier Blvd.

Marco Island, FL 34145

Patrick H. Neale

950 N. Collier Blvd., #411

Marco Island, FL 34145

The initial directors shall meet as soon as possible after incorporation to elect, by majority vote of the initial directors, a Board of Directors of at least seven (7) members. After the initial meeting of the initial Board of Directors to select a Board of Directors of at least seven (7) members, the affairs of the Corporation shall be managed by a Board of Directors consisting of at least seven (7) members. This first Board shall fairly represent the interests of the contributors to the organization as best as possible based upon the discretion of the initial directors. Each director shall be elected by majority vote of the board of directors in the manner and at the times set forth in the bylaws. Any director may be removed by the affirmative vote of at least two-thirds of the board of directors.

ARTICLE 13. *Officers.* The officers of the corporation may consist of a president, one or more vice presidents, a secretary, a treasurer, and any other officers and assistant officers as may be provided for in the bylaws or by resolution of the board of directors. Each officer shall be elected by majority vote of the board of directors (and may be removed by majority vote of the board of directors) at such time and in such manner as may be prescribed by the bylaws or by law.

ARTICLE 14. *Incorporator.* The name and street address of each Incorporator is as follows:

Patrick H. Neale

950 Collier Blvd., Suite 411

Marco Island, FL 34145

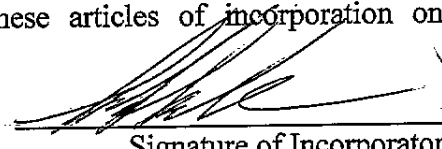
ARTICLE 15. *Bylaws.* The initial Board of Directors of the Corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered or rescinded by the directors by the Board of Directors.

ARTICLE 16. *Amendment.* The Corporation reserves the right to alter, amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, according to law.

ARTICLE 17. *Indemnification and Civil Liability Immunity.* The corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes chapter 617. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

ARTICLE 18. *Commencement of Corporate Existence.* The date when corporate existence shall commence is upon filing of these Articles with the State of Florida.

I, witness, the undersigned incorporator has signed these articles of incorporation on 11/9/00 [date].



Signature of Incorporator

CERTIFICATE OF DESIGNATION AND ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of FS §617.0501, the undersigned corporation organized under the not for profit corporation laws of the State of Florida submits the following statement in designating the registered office and registered agent of the corporation in the State of Florida:

1. Name of the corporation:

Save Our Marco Beaches, Inc.

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

Patrick H. Neale
950 North Collier Blvd., Suite 411
Marco Island, FL 34145

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.

Dated 11/9/00



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