

WO1-3968



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 20, 2001

MELISSA J. HARPER 3037 BRITTANY WAY CHESAPEAKE, VA 23321

SUBJECT: IRONWOOD PRESERVATION FOUNDATION, INC. Ref. Number: W01000003968

We have received your document for IRONWOOD PRESERVATION FOUNDATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6929.

Joey Bryan Document Specialist

Letter Number: 101A00010572

Melissa J. Harper, Esq. 3037 Brittany Way Chesapeake, VA 23321

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5 March 2001

Joey Bryan Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Subject: Ironwood Preservation Foundation, Inc. Ref. Number: W01000003968

Mr. Bryan,

Please find enclosed a revised Articles of Incorporation, with copy. Please file this set vise the older version sent to you on 27 February.

Thank you for your assistance in this matter. Please call if you have questions or need additional information.

Regards, Melissa J. Harper



ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I

The name of the Corporation shall be: Ironwood Preservation Foundation, Inc.

<u>ARTICLE II</u>

The principal place of business and mailing address of this corporation shall be:

Business Address: Ironwood Preservation Foundation, Inc. 9415 SE 136th Place Summerfield, FL 34491

Mailing Address: Ironwood Preservation Foundation, Inc. 3037 Brittany Way Chesapeake, VA 23321

ARTICLE III

The purpose for which the corporation is organized is for the maintenance, upkeep and preservation of Florida Lighthouses. The function of this corporation is to preserve the historical lighthouses that guard the Florida coast. All lighthouses entrusted to its care shall be made available for public visitation, thereby preserving not only the light itself, but the rich history that is unique to each.

Board of Directors:

ARTICLE IV

- The Board of Directors shall be vested with the management of the affairs of the corporation. All corporate powers shall be exercised under the authority of the Board of Directors.
- The Board of Directors shall consist of a minimum of three (3) individuals, but shall be limited to a maximum of seven (7).
- Each Director shall hold office for the term to which he or she is appointed or until his or her earlier resignation, removal from office, or death. Directors are appointed in accordance with bylaws.

- The period of appointment for each member of the Board of Directors shall be two years. Any member may be removed by a majority vote of the Directors. Such removal shall be made either during the annual meeting of the Board or by special session. A special session shall be called only upon the request of two (2) or more Directors. Each Director's term of office shall automatically renew for an additional two (2) year period, unless a) the Board votes by majority to deny such renewal or b) the Director request that his or her term not be renewed.
- A Director may resign at any time by delivering written notice to the Board of Directors or its chair or to the corporation. A resignation is effective when the notice is delivered unless the notice specifies a later effective date. If a resignation is made effective at a later date, the Board of Directors may fill the pending vacancy before the effective date so long as the successor does not take office prior to the effective resignation date.
- A Director may simultaneously serve as an officer of this corporation.

Officers:

Those persons serving as officers of this corporation shall be appointed as follows:

- The President, Vice President, Secretary and Treasurer have been chosen by the Incorporator and shall begin their respective term of office upon incorporation.
- Each officer shall continue in office until 1) he/she voluntarily resigns or 2) he/she is removed by a majority vote of the Board of Directors.
- Replacement officers may be nominated by any Director but must be approved by a majority of the Board.

ARTICLE V

The Board of Directors shall be as follows:

- Melissa J. Harper Chair 3037 Brittany Way Chesapeake, VA 23321
- Robert W. S. Harper 3037 Brittany Way Chesapeake, VA 23321

- Anne M. Becker 4704 Viola Terrace Portsmouth, VA 23703
- Linda McMullen 305 Golden Pond Drive Madison, MS 39110
- Patricia A. Barbee 207 Bayview Drive Madison, MS 39110

Officers of this corporation are as follows:

- President: Melissa J. Harper 3037 Brittany Way Chesapeake, VA 23321
- Vice President: Linda McMullen 305 Golden Pond Drive Madison, MS 39110
- Secretary: Shawn H. Cseh 9415 SE 136th Place Summerfield, FL 34491
- Treasurer: Anne M. Becker 4704 Viola Terrace Portsmouth, VA 23703

ARTICLE VI

The registered agent of the corporation shall be:

Shawn H. Cseh 9415 SE 136th Place Summerfield, FL 34491

ARTICLE VII

The incorporator of Ironwood Preservation Foundation, Inc. is:

Melissa J. Harper 3037 Brittany Way Chesapeake, VA 23321

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ARTICLE VIII

These Articles of Incorporation, and the By-laws governing this corporation, may be amended from time to time at the discretion of the Board of Directors.

Having been named as registered agent to accept service of process for *Ironwood Preservation Foundation, Inc.* at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Shawn H. Cseh; Registered Agent

Melissa J. Harper; Incorporator

March

5 Ma Date