

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**NO1000004643**

Citizens TO PRESERVE MARCO Island  
Zoning, Inc.

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-07/02/01--01038--010  
\*\*\*\*\*78.50 \*\*\*\*\*78.50

**FILED**

01 JUL -2 PM 1:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**X**

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 \_\_\_\_\_

**X**

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 \_\_\_\_\_ **J. BRYAN JUL - 2 2001**

UCC 1 or 3 File \_\_\_\_\_

UCC 11 Search \_\_\_\_\_

UCC 11 Retrieval \_\_\_\_\_

Courier \_\_\_\_\_

**RECEIVED**  
01 JUL -2 PM 12:13  
DIVISION OF CORPORATION

Signature \_\_\_\_\_

Requested by: **Kc**

Name \_\_\_\_\_

Date **7/2**

Time \_\_\_\_\_

**W** Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

**ARTICLES OF INCORPORATION**  
**OF**  
**CITIZENS TO PRESERVE MARCO ISLAND ZONING, INC.**  
**A FLORIDA CORPORATION NOT FOR PROFIT**

**FILED**  
01 JUL -2 PM 1:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 CITIZENS TO PRESERVE MARCO ISLAND ZONING, INC.

**ARTICLE II.**

**ADDRESS**

The address of the principal office and the mailing address of the corporation is: 2640 Golden Gate Parkway, Suite 206, Naples, FL 34105.

**ARTICLE III.**

**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 IV.**

**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 V.**

### ***PURPOSE***

The purposes for which this corporation is formed for the operation exclusively for civic purposes, including but not limited to representing the interest of Marco Island residents in the preservation of Marco Island zoning.

## **ARTICLE VI.**

### ***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 IV, 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 zoning of the area.

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 necessary or desirable in order to accomplish the purposes of the corporation.

## **ARTICLE VII.**

### ***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 VIII.**

### ***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 IX.**

### ***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 X.**

### ***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 XI.**

### ***FIRST BOARD OF DIRECTORS***

The number of persons constituting the first board of directors shall be (3): Donald K. Ross, Jr., Esq, 2640 Golden Gate Parkway, Suite 206, Naples, FL 34105; Pamela Shniper - 1061 Bond Court, Marco Island, Florida 34145; Michael Laurano - 15 Court Square, Boston, MA 02108. The number of Board of Directors may be increased from time to time by By-Laws adopted by the Board of Directors.

## **ARTICLE XII.**

### ***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, Section 501(a) as an organization described in IRC Section 501 (c)(4) and which is other than a private foundation as defined in IRC Section 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 Section 501(c)(4). All references in these articles to section 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 provision of any similar law subsequently enacted.

## **ARTICLE XIII.**

### ***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

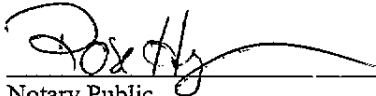
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this  
29th day of June, 2000.

  
\_\_\_\_\_  
DONALD K. ROSS, JR.,

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 29th day of June, 2000, by  
Donald K. Ross, Jr., who is personally known to me or who has produced \_\_\_\_\_ as  
identification.

  
\_\_\_\_\_  
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: Citizens to Preserve Marco Island Zoning, 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

**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

6/29/01  
\_\_\_\_\_  
(Date)

**FILED**  
01 JUL -2 PM 1:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA