

NO20000008083

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000215354 0)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : CRARY, BUCHANAN, BOWDISH, ET AL
Account Number : 076424001425
Phone : (561) 287-2600
Fax Number : (561) 287-0115

FILED
02 OCT 22 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA NON-PROFIT CORPORATION

STUART GREEN MARKET, INC.

Certificate of Status	0
Certified Copy	0
Page Count	09
Estimated Charge	\$70.00

FAX AUDIT NO.: H02000215354 0

FILED
02 OCT 22 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
STUART GREEN MARKET, INC.

THE UNDERSIGNED hereby associate themselves for the purpose of forming a corporation not-for-profit under and pursuant to Chapter 617, Florida Statutes (2001) and do certify as follows:

ARTICLE I
NAME

The name of this corporation is STUART GREEN MARKET, INC. The corporation is sometimes referred to herein as the "Corporation".

ARTICLE II
DEFINITIONS

All terms used herein are to have the same meaning as said terms have in the By-Laws of the Corporation and any amendments thereto, subject to definitions set forth in Florida law.

ARTICLE III
PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the initial principal office of the Corporation is: 2614 S.E. Dixie Highway, Stuart, Florida 34996. The initial mailing address of the Corporation is: 2614 S.E. Dixie Highway, Stuart, Florida 34996.

Prepared by:
Lawrence E. Crary III, Esquire
555 Colorado Avenue
Stuart, Florida 34994
(861) 287-2600
Fla. Bar No.: 250414

FAX AUDIT NO.: H02000215354 0

FAX AUDIT NO.: H02000215354 0

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office and the name of its initial registered agent at that address are as follows:

LAWRENCE E. CRARY III**555 Colorado Avenue, Suite 1
Stuart, Florida 34994**

ARTICLE V
OBJECTS, PURPOSES AND POWERS

Section 1. The purposes of the corporation are to provide healthy, fresh produce and other assorted nutritional foods to the residents of, and visitors to, the City of Stuart, Martin County, Florida, and the surrounding area, to encourage business development, commerce, entertainment and trade in Martin County, Florida, to help display the area's history, uniqueness, charm and potential, to engage in any other activity which further these purposes or are ancillary or incident thereof, and to engage in other activities permitted for charitable organizations under the laws of the State of Florida, any other state and the United States.

Section 2. The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Section 3. Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Section 4. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the State Court having jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Section 5. The corporation shall have the power to do all things necessary and proper to carry out and accomplish the above objects and purposes and of such other

FAX AUDIT NO.: H02000215354 0

FAX AUDIT NO.: H02000215354 0

objects and purposes as are deemed necessary or proper by its Directors. The Corporation shall have all of the powers of a Corporation not-for-profit organized and existing under the laws of the State of Florida, and all the powers reasonably necessary to implement the powers of the Corporation.

ARTICLE VI
MEMBERS

Section 1. The Members of this Corporation shall consist of those persons who apply for membership on the forms and under the terms prescribed by the Board of Directors and who pay the prescribed dues as established by the Board of Directors from time to time.

Section 2. Membership of this Corporation cannot be assigned, hypothecated or transferred in any manner.

ARTICLE VII
TERM

This Corporation shall exist perpetually.

ARTICLE VIII
BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed by a Board of Directors consisting of not less than three (3) Directors. The first Board of Directors shall consist of thirteen (13) members. The Board of Directors shall be elected by the Members of the Corporation entitled to vote as provided in the By-Laws of the Corporation. The names and addresses of the first Board of Directors who shall hold office until the first annual meeting and thereafter until their successors are elected and have qualified, are as follows:

<u>Name</u>	<u>Address</u>
CAROL CLOUD BAILEY	2614 SE Dixie Highway Stuart, FL 34996
T. PATRICK BRADLEY	5585 S.W. Savage Street Palm City, Florida 34990
ROBERT CONTE	5403 Citrus Avenue Ft. Pierce, FL 34982

FAX AUDIT NO.: H02000215354 0

FAX AUDIT NO.: H02000215354 0

GLORIA COSMANO	1649 S. Brooksmith Road Ft. Pierce, FL 34950
MAXINE COUTURE	642 S.E. Monterey Road Stuart, FL 34994
VICKI GORNY	2432 S.E. St. Lucie Blvd. Stuart, FL 34996
BERNARD H. MALONE	803-1 Central Parkway Stuart, FL 34994
JIM OVERTON	2616 SE Dixie Highway Stuart, FL 34996
NISHA PULLIAM	1340 NW Lakeside Trail Stuart, FL 34994
RONNIE RINKER	2405 SW Ranch Trail Stuart, FL 34997
JOHN SCARBOROUGH	2227 S. Kanner Highway Stuart, FL 34994
REBBECA SHERROD	16008 Indianwood Circle Indiantown, FL 34956
RONALD WEINTRAUB	16008 Indianwood Circle Indiantown, FL 34956

ARTICLE IX OFFICERS

The officers of the Corporation shall consist of a President, one or more Vice Presidents, a Secretary and a Treasurer. The officers of the Corporation shall be elected by the Board of Directors of the Corporation in accordance with the provisions of the By-Laws of the Corporation. Any two (2) or more offices may be held by the same person, except the offices of President and Secretary. Officers, except for the President and Secretary, need not be members of the Board of Directors. The initial officers are:

FAX AUDIT NO.: H02000215354 0

FAX AUDIT NO.: H02000215354 0

MAXINE COUTURE	President
RONALD WEINTRAUB	Vice President
GLORIA COSMANO	Secretary
BERNARD H. MALONE	Treasurer

ARTICLE X
INDEMNIFICATION

Every Director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees reasonably incurred by or imposed by him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or officer of the Corporation, or any settlement thereof, whether or not he is a Director or officer at the time such expenses are incurred, except in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

ARTICLE XI
AMENDMENT OF ARTICLES

These Articles may be amended by an affirmative vote of two-thirds (2/3) of the Members of the Corporation entitled to vote.

ARTICLE XII
BY-LAWS

The Corporation shall adopt By-Laws governing the conduct of the affairs of the Corporation. The By-Laws shall be altered, amended, or rescinded as provided in the By-Laws by the affirmative vote of two-thirds (2/3) of the Members of the Corporation present at any annual or special meeting of the Members.

FAX AUDIT NO.: H02000215354 0

FAX AUDIT NO.: H02000215354 0

ARTICLE XIII
INCORPORATORS

The names and addresses of the incorporators under these Articles of Incorporation are as follows:

MAXINE COUTURE

642 S.E. Monterey Road
Stuart, FL 34994

RONALD WEINTRAUB

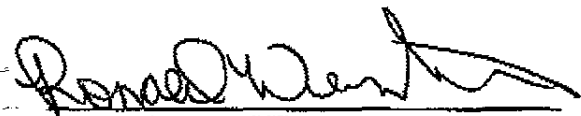
16008 Indianwood Circle
Indiantown, FL 34956


BERNARD H. MALONE

803-1 Central Parkway
Stuart, FL 34994

IN WITNESS WHEREOF, the incorporators have hereunto set their hands and caused these Articles of Incorporation to be executed on the dates set forth below.


MAXINE COUTURE
Date: 10-17-02


RONALD WEINTRAUB
Date: 10-21


BERNARD H. MALONE
Date: 10/14/02

FAX AUDIT NO.: H02000215354 0

FAX AUDIT NO.: H02000215354 0STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 17 day of October, 2002 by **MAXINE COUTURE** (PLEASE CHECK ONE OF THE FOLLOWING) ☐ who is personally known to me or ☒ who has produced FLA. Drivers License (TYPE OF IDENTIFICATION) AS identification and who (PLEASE CHECK ONE OF THE FOLLOWING) ☐ did or ☒ did not take an oath. She subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.



Joan C. Bell
MY COMMISSION # CC881825 EXPIRES
October 21, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

(SEAL)

Joan C. Bell (Print Name)

NOTARY PUBLIC

My Commission Expires:

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 21 day of October, 2002 by **RONALD WEINTRAUB** (PLEASE CHECK ONE OF THE FOLLOWING) ☐ who is personally known to me or ☒ who has produced FLA. Drivers License (TYPE OF IDENTIFICATION) AS identification and who (PLEASE CHECK ONE OF THE FOLLOWING) ☐ did or ☒ did not take an oath. He subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.



Joan C. Bell
MY COMMISSION # CC881825 EXPIRES
October 21, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

(SEAL)

Joan C. Bell (Print Name)

NOTARY PUBLIC

My Commission Expires:

FAX AUDIT NO.: H02000215354 0

FAX AUDIT NO.: H02000215354 0STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 14 day of October, 2002 by **BERNARD H. MALONE** (PLEASE CHECK ONE OF THE FOLLOWING) ☐ who is personally known to me or ☒ who has produced Florida Drivers License (TYPE OF IDENTIFICATION) as identification and who (PLEASE CHECK ONE OF THE FOLLOWING) ☐ did or ☒ did not take an oath. He subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.


(Print Name)

NOTARY PUBLIC

My Commission Expires:

(SEAL)



Joan C. Bell
MY COMMISSION # CC881825 EXPIRES
October 21, 2003
BONDED THRU TROY FARM INSURANCE, INC.

FAX AUDIT NO.: H02000215354 0

FAX AUDIT NO.: H02000215354 0**ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above-stated Corporation, at the place (i.e., registered office) designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said place (registered office).


LAWRENCE E. CRARY III

F:\WPFF\REAL\LEG\CORPORAT\StuartGrnHkt\ARTICLES.mpd

FILED
02 OCT 22 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDAFAX AUDIT NO.: H02000215354 0