

# N03000001285

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## FLORIDA NON-PROFIT CORPORATION

St. Johns Issues Group, Inc.

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**ARTICLES OF INCORPORATION  
OF  
ST. JOHNS ISSUES GROUP, INC.  
(A Corporation Not For Profit)**

**ARTICLE I  
CORPORATE NAME**

The name of this not for profit corporation is St. Johns Issues Group, Inc. (the "Corporation").

**ARTICLE II  
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE III  
PRINCIPAL OFFICE**

The address of the principal office and the mailing address of the Corporation is 13065 County Road 13N, St. Augustine, Florida 32092.

**ARTICLE IV  
BOARD OF DIRECTORS**

The powers of the Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors consisting of not less than three (3) persons. The number of members of the initial Board of Directors shall be three (3). The number of members of the Board of Directors may be decreased or increased from time to time in accordance with the Bylaws of the Corporation. The manner in which the Directors are to be elected or appointed shall be stated in the Corporation's Bylaws.

The names and addresses of the initial directors are as follows:

Sydney B. Perry  
13065 County Road 13N  
St. Augustine, Florida 32092

Kathleen M. McCarthy  
604 Baywood Trail  
St. Augustine, Florida 32086

Roy H. Hinman, II  
1099 A-1A Beach Blvd.  
St. Augustine Beach, Florida 32080

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## **ARTICLE V GENERAL AND SPECIFIC PURPOSES**

The charitable purposes of the Corporation are to enhance the welfare of the residents (and visitors to) St. Johns County, Florida by addressing various public issues, including:

1. Increasing public awareness regarding issues facing St. Johns County through radio and newspaper advertisements, press releases, seminars open to the public and other public relations vehicles.
2. Engaging in lobbying activities to secure legislation and other governmental action that will benefit St. Johns County.
3. Engaging in any lawful act or activity for which corporations may be organized under the Florida Not For Profit Corporation Act but not for pecuniary profit, provided that the Corporation is not formed to engage in any act or activity which requires the consent or approval of any state regulatory or governmental body without such consent or approval first being obtained.

## **ARTICLE VI INUREMENT**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that 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 V hereof.

The Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(4) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## **ARTICLE VII REGISTERED AGENT AND OFFICE**

The address of the Corporation's registered office shall be 13065 County Road 13N, St. Augustine, Florida 32092, and the name of its registered agent at said address shall be Sydney B. Perry.



## **ARTICLE VIII OFFICERS**

The officers of the Corporation shall be a President, Vice President, Secretary and Treasurer, and such other officers as the Board of Directors may from time to time by resolution create. The same person may hold any two or more offices.

## **ARTICLE IX INCORPORATOR**

The name and address of the Incorporator is Adam J. Buss, Esq., 50 N. Laura Street, Suite 2800, Jacksonville, Florida 32202.

## **ARTICLE X STOCK**

The Corporation shall be organized on a nonstock basis.

## **ARTICLE XI MEMBERSHIP**

The qualifications for members and the manner of their admission shall be regulated by the Corporation's Bylaws.

## **ARTICLE XII BYLAWS**

The Board of Directors shall adopt Bylaws consistent with these Articles of Incorporation. Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not For Profit Law of the State of Florida concerning corporate action that must be authorized or approved by the members of the Corporation, Bylaws of the 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.

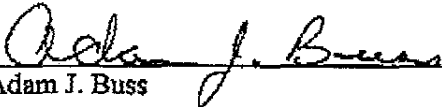
## **ARTICLE XIII DISSOLUTION OF THE CORPORATION**

Upon dissolution of the Corporation, assets shall be distributed solely for and consistent with the purpose of promoting the social welfare of the citizens of St. Johns County, or shall be distributed to the Federal, State or Local government to fulfill this or other public purposes.

Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of 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.



IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12<sup>th</sup> day of February, 2003.

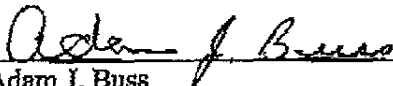
  
Adam J. Buss  
Incorporator



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**


In compliance with Section 48.091, Florida Statutes, the following is submitted:

That St. Johns Issues Group, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of St. Augustine, State of Florida, has named Sydney B. Perry of 13065 County Road 13N, St. Augustine, Florida 32092, as its agent to accept service of process within Florida.

  
Adam J. Buss  
Incorporator

2-12-03  
Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Sydney B. Perry hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of her duties.

  
Sydney B. Perry  
2-12-03  
Date

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