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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: Friends of Leash Optional Parks (FLOP), Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Jeffery E. Prescott
Name (Printed or typed)

2109 Winnabago Trail
Address

Fern Park, FL 32730
City, State & Zip

407-370-7840
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

June 18, 2003

TO: Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

ATTN: Becky McKnight
Document Specialist

FROM: Friends of Leash Optional Parks, Inc.
Jeff Prescott

RE: Letter #203A00036486

Enclosed, please find our corrected Articles of Incorporation. Should there be any further problems or questions, you can contact me during working hours at 407-370-7840 or 407-718-2315.

Thank you for your patience & immediate attention to this matter!



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 12, 2003

JEFFERY E PRESCOTT
2109 WINNEBAGO TRAIL
FERNPARK, FL 32730

SUBJECT: FRIENDS OF LEASH OPTIONAL PARKS, INC.
Ref. Number: W03000016858

We have received your document for FRIENDS OF LEASH OPTIONAL PARKS, 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):

The name of the entity must be identical throughout the document.

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 245-6931.

Becky McKnight
Document Specialist
New Filings Section

Letter Number: 203A00036486

Articles of Incorporation

For

Friends of Leash Optional Parks, Inc.

By these Articles of Incorporation, the undersigned Incorporator forms a corporation not for profit in accordance with Chapter 617.0202, F.S. and pursuant to the following provisions ("these Articles"):

ARTICLE I:

Name

The name of the corporation shall be Friends of Leash Optional Parks, Inc.

ARTICLE II:

Principle Office

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

973 Turkey Hollow Circle
Winter Springs, FL 32708

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TALLAHASSEE, FLORIDA

ARTICLE III:

Duration

Friends of Leash Optional Parks, Inc. shall exist perpetually unless and until dissolved according to law. Corporate existence of Friends of Leash Optional Parks, Inc. shall commence upon the filing of these Articles with the Florida Department of State.

ARTICLE IV:

Purpose

The purpose for which Friends of Leash Optional Parks, Inc. is organized is for charitable purposes and therefore shall not pay dividends or part of any income to its members, directors or officers. Friends of Leash Optional Parks, Inc. was formed to provide guidance and organization for advocates of off-leash dog parks throughout the United States, Florida and more specifically Seminole County. Through a partnership with state and/or local communities, Friends of Leash Optional Parks, Inc. will help create rules & regulations, design, develop, plan and perpetuate parks with the specific purpose of providing a clean, safe and well maintained environment where canine citizens and their owners can exercise and play without annoying or endangering people or property without the constraints of a leash. Friends of Leash Optional Parks, Inc. will also help educate the local government and the general public, which they serve, on the benefits of off-leash parks for developing proper dog socialization skills as well as the added health benefits for both the dogs and their owners. Friends of Leash Optional Parks, Inc. will solicit contributions, donations and membership fees to raise funds to help pay for the purchase of land, design, maintenance and/or betterment of existing parks to be used as off-leash recreational areas. Friends of Leash Optional Parks, Inc. shall have all the powers of a nonprofit corporation organized under the laws of the State of Florida, subject only to such limitations upon the exercise of such powers as are expressly set forth in these Articles or Bylaws. Friends of Leash Optional Parks, Inc. shall have the power and duty to do any and all lawful things which may be authorized, assigned required or permitted to be done by these Articles and Bylaws, and to do and perform any and all acts which may be necessary or proper for, or included to, the exercise of any of the duties or power of Friends of Leash Optional Parks, Inc. for the perpetuation of beautiful, clean, well maintained and safe recreational parks for both canine and human citizens through out the United States.

ARTICLE V:
Manner of Election

A Board of Directors shall manage the business and affairs of Friends of Leash Optional Parks, Inc. The initial Board of Directors shall be comprised of three (7) members initially, but may be enlarged by a majority vote of the Board of Directors to as many as thirteen (13) members. Thereafter the number of Directors may be no less than (3) and no more than (13) members, unless increased upon approval of a majority of the members, provided that there shall always be an odd number of directorships created. The method of election and term of office, removal and filling of vacancies of the Board of Directors shall be as set forth in the Bylaws. Directors need not be members of the corporation unless so required by the Bylaws or Statute. The Board of Directors may, by resolution(s) passed by a majority of the whole board, designate one or more committees which to the extent provided in such resolution(s) or in the Bylaws, shall have and may exercise all the powers of the Board of Directors in the management of the activities and affairs of Friends of Leash Optional Parks, Inc. The Board of Directors is expressly authorized to create, alter or repeal the Bylaws of this corporation. Friends of Leash Optional Parks, Inc. may in its Bylaws confer powers upon its Board of Directors in addition to the foregoing and in addition to the powers and authorities expressly conferred by the statute.

ARTICLE VI:
Initial Directors/Officers

The officers designated in the Bylaws shall administer the affairs of Friends of Leash Optional Parks, Inc. The officers of Friends of Leash Optional Parks, Inc. shall consist of a President, Vice President, Secretary, Treasurer and other such officers as the Board may by resolution create. The same person, except for the offices of President and Secretary, may hold any two (2) or more offices. The powers, duties and responsibilities of each officer, as well as the election of the original officers and their successors and the terms of each office, shall be governed by the Bylaws. The officers shall be elected by the Board of Directors at the first meeting, and shall serve at the pleasure of the Board of Directors.

Their name(s), address(es) and title(s) are:

President/Director:

Robert Rucci
973 Turkey Hollow Cir
Winter Springs, FL 32708

Director:

Diane Ferraro
307 Cello Cir
Winter Springs, FL 32708

Vice President/Director:

Gregory Ferraro
307 Cello Cir
Winter Springs, FL 32708

Director:

Wendy Wilcox
1515 Casa Park Cir
Winter Springs, FL 32708

Treasurer/Director:

Jeffery E. Prescott
2109 Winnebago Trail
Fern Park, FL 32730

Director:

Ken Barr
1613 Slash Pine Place
Oviedo, FL 32765

Secretary/Director:

Carolyn Anderson
4736 Swansneck Pl
Winter Springs, FL 32708

ARTICLE VII: **Indemnification**

To the extent permitted by law, Friends of Leash Optional Parks, Inc. shall indemnify upon demand any person who is a party to or threatened to be made a party to any pending or threatened litigation or proceeding by virtue of their status, or action taken in furtherance of their duties and obligations, as an officer or director of Friends of Leash Optional Parks, Inc. Friends of Leash Optional Parks, Inc. shall indemnify any such person from and against any loss or expense, including reasonable attorneys' fees incurred by such director or officer by reason of such proceedings or threatened proceedings. Such indemnification shall include all judgments and fines levied against any such officer or director and also all sums expended in settlement of any such litigation or proceedings (provided that any such settlement is approved in writing by Friends of Leash Optional Parks, Inc. prior to its adoption); provided, however, that Friends of Leash Optional Parks, Inc. shall have no obligation to indemnify any officer or director who fails to act in good faith, in a manner reasonably believed to be in the best interest of Friends of Leash Optional Parks, Inc., taking into account the fiduciary obligations imposed herein, or for liabilities resulting from the intentional or willful misconduct of such officer or director, or from any criminal acts of such officer or director (unless said officer or director had reasonable grounds to believe the conduct in question was lawful), or in the event that a court of competent jurisdiction determines that based upon the relevant facts and law, such indemnification should be denied based on equitable or public policy considerations.

ARTICLE VIII: **Membership**

Membership in Friends of Leash Optional Parks, Inc. shall be voluntary and open to any individual, for profit or non-profit corporation or government agency that desires to increase the recreational options of the citizens of the United States and their canine companions, acknowledges and agrees to abide by the Articles and Bylaws of Friends of Leash Optional Parks, Inc. and complies with such other rules and regulations as the Directors may specify.

ARTICLE IX: **Initial Registered Agent and Office**

The name and address of the initial registered agent of Friends of Leash Optional Parks, Inc. shall be:

Jeffery E. Prescott
2109 Winnebago Trail
Fern Park, FL 32730.

ARTICLE X: **Incorporator**

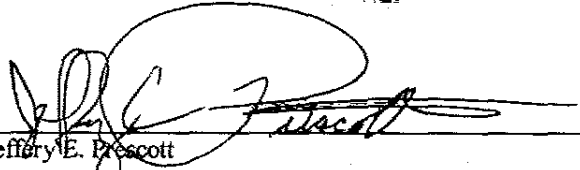
The name and address of the Incorporator is:

Jeffery E. Prescott,
2109 Winnebago Trail
Fern Park, FL 32730

ARTICLE XI:
Dissolution

In the event that Friends of Leash Optional Parks, Inc. is intentionally dissolved for the purpose of winding up its affairs, then after the claims of creditors of Friends of Leash Optional Parks, Inc. have been satisfied from the assets of Friends of Leash Optional Parks, Inc., any remaining assets shall be dedicated to a public body or conveyed to a not-for-profit corporation, as defined in Chapter 617, F.S., with similar purposes, as the Board of Directors of Friends of Leash Optional Parks, Inc. shall determine in their sole discretion.

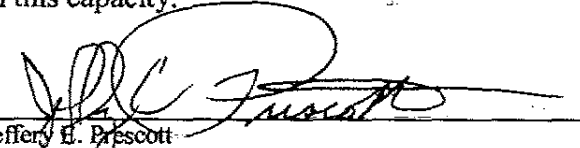
In WITNESS WHEREOF, I, the undersigned have executed these Articles for the uses and purposes therein stated.



Jeffery E. Prescott

Address: 2109 Winnebago Trail
Fern Park, FL 32730

Having been named as registered agent to accept service of process for the above stated corporation 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.



Jeffery E. Prescott

Address: 2109 Winnebago Trail
Fern Park, FL 32730

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TALLAHASSEE, FLORIDA