

No3000007280

Susannah M. Lindberg

(Requestor's Name)

1006 E. College Ave.

(Address)

(Address)

Tallahassee, FL 32301 850-222-4567

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

Green Behind the Ears, Inc.

(Business Entity Name)

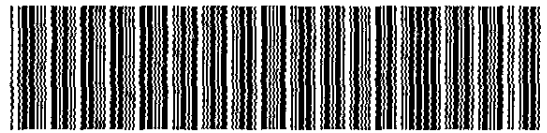
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
03 AUG 25 AM 11:43
DIVISION OF CORPORATION

TRANSMITTAL LETTER

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

SUBJECT: Green Behind the Ears, 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: Susannah M. Lindberg
Name (Printed or typed)

6006 E. College Ave.
Address

Tallahassee, FL 32301
City, State & Zip

(850) 322-6659
Daytime Telephone number

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

FILED

03 AUG 25 PM 12:07

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
GREEN BEHIND THE EARS, INC.**

The undersigned, for the purpose of becoming incorporated under Chapter 617 of the laws of the State of Florida, applicable to corporations not for profit, do hereby submit the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of the corporation shall be the Green Behind the Ears, Inc. (the "corporation") and the principal office location and mailing address shall be 926 E. Park Avenue, Tallahassee, Florida 32301.

**ARTICLE II
CORPORATE PURPOSE**

This corporation is organized exclusively for charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.

This corporation is organized specifically to train, educate, and activate the next generation of environmental leaders to promote protection of the environment, public education, and to engage in any lawful purposes not for pecuniary profit.

The corporation is constituted so as to attract support from contributions, directly or indirectly, from a representative member of persons in the area in which it operates and has not been formed for pecuniary profit or financial gain, and no part of the assets, income or profit of the corporation is distributable to, or inures to the benefit of, its directors or officers; provided however, reasonable compensation as set by the Board of Directors may be paid for services rendered to or for the corporation.

No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office. 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)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III CORPORATE POWERS

For such purposes, and operating without profit, and in the manner herein stated, the corporation shall have the power to:

- A. Engage in any and all activities which may be deemed necessary or appropriate for the proper and successful attainment of the objects and purposes for which this corporation was created.
- B. Solicit, accept, hold and administer contributions received by deed, gift, will, ordinance, statute or otherwise, either in trust or otherwise; to own, hold, operate and administer or dispose.

ARTICLE IV BOARD OF DIRECTORS

Pursuant to section 617.0205(b), Fla. Stat. (2002), the incorporators shall hold an organizational meeting at the call of a majority of the incorporators to elect directors and complete the organization of the corporation, or to elect a board of directors who shall complete the organization of the corporation. All other provisions of section 617.0205(b), Fla. Stat. (2002) shall be adhered to in electing such directors.

ARTICLE V DURATION

The term for which this Corporation shall exist shall be perpetual. In the event of the dissolution of the Corporation, any assets of said corporation then remaining shall be distributed to such organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended.

ARTICLE VI MEMBERS

The form of membership of the organization shall be established in the bylaws.

ARTICLE VII INDEMNIFICATION

- (a) The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation or its subsidiaries. To the fullest extent not prohibited by law, the Corporation shall advance indemnification expenses for actions taken in the capacity of such person as an of an officer or director, within twenty (20) days after receipt by the

Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

- (b) The Corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding, by reason of the fact that such person is or was an employee or agent of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Corporation or its subsidiaries. The Corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent, after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Corporation relating thereto.

ARTICLE VIII AMENDMENTS AND BY LAWS

These Articles of Incorporation may be amended by the directors of the Corporation at a regular meeting or a special meeting of the directors called for that purpose by a two-thirds vote of those present. The By-Laws of this Corporation shall be made, altered and rescinded by a majority vote of the Directors present and voting at any regular meeting of the Directors or at a special meeting called for that purpose.

ARTICLE IX REGISTERED OFFICE

The street address of the initial registered office of this Corporation is 926 E. Park Avenue, Tallahassee, FL 32301 and the name of the initial registered agent is Susannah Lindberg.

ARTICLE X INCORPORATOR

The name and address of the incorporator is Susannah Lindberg, 606 E. College Avenue, Tallahassee, Florida 32301.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set their hand and seal this 22 day of August, 2003.

Signed, Sealed and Delivered
In the Presence of:

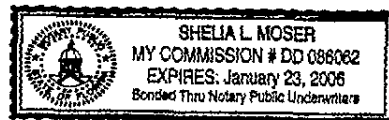
Scott Rodoff
Shelia L. Moser

Susannah Lindberg
(Type or Print Name)

STATE OF FLORIDA
COUNTY OF LEON

The foregoing Instrument was acknowledged before me this 22 day of August 2003 by Susannah Lindberg who is personally known to me [] or who has produced _____ as identification.

Shelia L. Moser
Notary Public/State of Florida at Large



I accept my position as
named registered agent for
Green Behind the Ears, Inc.

Susannah Lindberg

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SECRETARY OF STATE
TALLAHASSEE FLORIDA