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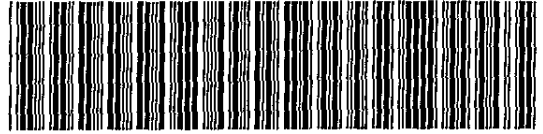
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

## TRANSMITTAL LETTER

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

SUBJECT: COALITION OF FRIENDS OF THE CONSERVATORY, 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:

HERBERT QUINN  
Name (Printed or typed)

5113 ESTATES CIRCLE  
Address

SARASOTA, FL., 34243  
City, State & Zip

941-355-7977  
Daytime Telephone number

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

ARTICLES OF INCORPORATION  
In Compliance with Chapter 617, F.S. (Not for Profit)

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TALLAHASSEE FLORIDA

ARTICLE I NAME

The name of the corporation shall be:  
Coalition of Friends of the Conservatory, Inc. a not for profit corporation.

ARTICLE II PRINCIPAL OFFICE

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

5113 Estates Circle  
Sarasota, FL. 34243 or at such other place as may be designated from time to time, by the officers.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To provide a method and means for fundraising to support the corporation;

To nurture community support to save the "conservatory" property; and,

To help Manatee County Government acquire that land to become a passive, natural park.

The organization shall at all times be operated and conducted exclusively for the charitable purposes hereinabove set forth, and all of the property of this corporation shall be used exclusively for such objectives and purposes.

No net earnings of this corporation shall inure to the benefit of any private shareholder or individual or to the benefit of any member, director-trustee, or officer of this corporation.

Any and all gifts, bequests, and other transfers of property made to this corporation will be deductible for Federal estate and gift tax purposes.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

By appointment by the members of the Coalition of Friends of the Conservatory, Inc.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List names(s), address(es), and specific title(s)

Herbert Quinn, 5113 Estates Circle, Sarasota, FL. 34243, President

Bob Morgan, 7720 Palm Aire Ln., Sarasota, FL. 34243, Vice President

Jim Dias, 5771 Timberlake Dr., Sarasota, FL. 34243, Secretary/Treasurer

Any person who at any time shall serve as a Director or Officer of the corporation, or who at any time shall serve at the request of the corporation as a Director or Officer of any other corporation in which this corporation owns shares of capital stock or of which this corporation is creditor, shall be indemnified by this corporation against the reasonable expenses, including attorney's fees, actually and necessarily incurred by such person in connection with the defense or settlement of any action, to which he may be made a party by reason of such person of this corporation to procure a judgement in its favor or in connection with an appeal therein, provided, however, that such indemnity shall not be operative with respect to any matter as to which such person shall have finally adjudged in such action to have been guilty of negligence or misconduct in the performance of his duty to this corporation.

Any such person further shall be indemnified by this corporation against all judgement, fines, amounts paid in settlement and reasonable expenses, including attorney's fees, actually and necessarily incurred as a result of any action, suit for proceeding, whether civil, criminal, administrative or other, or any appeal therein, to which such person may be made a party and which may be brought to impose a liability or penalty on such person for an act or acts alleged to have been committed by such person in his capacity as Director or Officer, except any action, suit, or proceeding by or in the right of his corporation to procure a judgement in its favor, provided, however, that such indemnity shall not be operative (a) with respect to any matter settled or compromised, unless the settlement or compromise is approved by the Board of Directors, and (b) unless such person acted in good faith in the reasonable belief that such action was in the best interests of this corporation, and in criminal actions or proceedings, without reasonable ground for belief that such actions were lawful.

The foregoing indemnification shall extend to the heirs, distributes, executors and administrators or any such person and shall not be deemed conclusive of any other rights to which those indemnified by the entitled as a matter of law.

#### ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Herbert Quinn  
5113 Estates Circle  
Sarasota, FL 34243

The corporation may change the location and address of such principal office from time to time by action of its Board of Directors without amendment to these Articles of Incorporation, and may have such other offices within Manatee County as may be necessary or convenient.

#### ARTICLE VII INCORPORATOR

The name and address of the incorporator is:

Herbert Quinn  
5113 Estates Circle,  
Sarasota, FL. 34243

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 to act in this capacity.

Signature/Registered Agent Herbert Quinn Date 14 October 2003  
Signature/Incorporator Herbert Quinn Date 14 October 2003

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TALLAHASSEE FLORIDA