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December 16, 2004

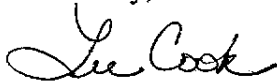
Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

To Whom it May Concern:

Please file the enclosed Articles of Incorporation for the Everglades Trail Association, Inc. Enclosed is a check for \$78.75, including \$35.00 filing fee, \$35.00 for designation of the registered agent, and \$8.75 for a certified copy to be sent to me at the address below. Also enclosed is a self addressed envelope for the certified copy.

Should you have any questions, please call me at 850-224-6414 during office hours.

Sincerely,

A handwritten signature in cursive script that reads "Lee Cook".

(Mrs.) A. Lee Cook  
Everglades Trail Association, Inc.  
PO Box 1635  
Tallahassee, FL 32302

**ARTICLES OF INCORPORATION**  
**OF THE**  
**EVERGLADES TRAIL ASSOCIATION, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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The undersigned, acting as incorporators of a corporation not for profit established pursuant to Chapter 617, Florida Statutes, hereby adopt the following Articles of Incorporation:

**ARTICLE I.**

**NAME AND LOCATION**

The name of the corporation is the EVERGLADES TRAIL ASSOCIATION, INC. (hereafter, the "Association"). The initial principal business and mailing address of the Association is:

324 West Van Buren Street  
Tallahassee, Florida 32301

provided, however, that the Association headquarters may be established elsewhere, as determined from time to time by action of the Board of Directors.

**ARTICLE II.**

**TERM**

The period of duration of the Association is perpetual, unless and until dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation with the Secretary of State.

**ARTICLE III.**

**PURPOSE**

The purpose for which the Association is organized is to promote a better understanding and appreciation of the natural and cultural history and environment of South and Central Florida, and in particular, the Greater Everglades Ecosystem.

In fulfilling this purpose, the Association will cooperate with the various relevant public and private organizations to, among other things:

1. Support the operation and enhancement of the Everglades Trail program — a driving trail connecting public use sites on public and conservation lands in South and Central Florida;
2. Purchase or produce and make available to trail users, by sales or free distribution, suitable interpretive and educational material such as audio programs, books, pamphlets, posters, videos, photographs, maps, and other items of interest, to increase visitors' understanding of the

natural and cultural history of the Greater Everglades Ecosystem and the Everglades Trail;

3. Assist in publicity and dissemination of information on the Everglades Trail; and
4. Aid in the development and improvement of the interpretive facilities within the area, including signs, markers and wayside exhibits, in coordination with the agencies of the State of Florida, the Federal Government, and other non-profit, land management organizations who play a role in, own or manage lands included within the Greater Everglades Ecosystem and the Everglades Trail.

#### **ARTICLE IV.**

##### **POWERS**

The Association, as a corporation not for profit, shall have those corporate powers as set forth in Section 617.0302 of the Florida Statutes, unless otherwise limited or expanded in these Articles of Incorporation or the Association's Bylaws, and may, in addition:

1. Cooperate, when appropriate, with corporations, foundations, institutions, governments, and other organizations and individuals to further the purposes of the Association.
2. Make loans, grants, or gifts of money or other property for scholarships, research, and any other activities deemed appropriate by, and in furtherance of the purposes of, the Association.

#### **ARTICLE V.**

##### **MEMBERSHIP**

Any individual or organization approving of the objectives of the Association and who is willing to assist the Association in its activities shall be eligible for membership. The Bylaws of the Association may provide for more than one class of membership, with the rights, duties and amount of dues for each class to be determined by the Board of Directors. Membership shall be effective upon the Association's receipt of a completed membership application and the payment of dues and shall continue for so long as the individual or organization remains current in dues payments and is otherwise a member in good standing.

#### **ARTICLE VI.**

##### **MANAGEMENT OF ASSOCIATION AFFAIRS**

###### **A. Officers**

The management of the affairs of the Association shall be vested in the following officers, who shall be elected annually by the Board of Directors, from among the then-current members of the Board of Directors:

President  
Vice President  
Secretary  
Treasurer

The time, place and manner of the election of the officers of the Association; their terms of office; and their duties and responsibilities, shall be as set forth in the Association's Bylaws.

**B. Board of Directors**

The Board of Directors shall initially be appointed and shall consist of four (4) individuals, whose names and addresses are set forth below.

At the first annual meeting of the membership of the Association, an additional three (3) individuals shall be elected to the Board of Directors by the Association members, such that the make-up of the Board shall thereafter, at all times, consist of seven (7) individuals.

The time, place and manner of the election of the individuals who shall serve as members of the Board of Directors; their terms of office; and their duties and responsibilities, shall be as set forth in the Association's Bylaws.

**ARTICLE VII.**

**INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the Association is four (4), and the names and addresses of the persons who are appointed to serve as the initial Directors are:

Jill Austin  
222 South Westmonte Drive, Suite 300  
Altamonte Springs, Florida 32714

Lee Cook  
411 Williams Street  
Tallahassee, Florida 32303

Mary K. Chiles  
3050 Hawks Glen  
Tallahassee, Florida 32312

R. Marvin Cook, Jr.  
69 Walker Creek Drive  
Shell Point, Florida 32327

**ARTICLE VIII.**  
**INITIAL REGISTERED AGENT**

The name and Florida street address of the Association's Registered Agent is:

Lee Cook  
411 Williams Street  
Tallahassee, Florida 32303

**ARTICLE IX.**  
**INCORPORATORS**

The name and address of each Incorporator is:

Jill Austin  
222 South Westmonte Drive, Suite 300  
Altamonte Springs, Florida 32714

Lee Cook  
411 Williams Street  
Tallahassee, Florida 32303

Mary K. Chiles  
3050 Hawks Glen  
Tallahassee, Florida 32312

R. Marvin Cook, Jr.  
69 Walker Creek Drive  
Shell Point, Florida 32327

**ARTICLE X.**  
**DISSOLUTION**

In the event of dissolution of the corporation, any residual assets of the Association remaining after all outstanding debts and liabilities are paid in full will be disbursed in accordance with the direction of the Board of Directors to one or more organizations of similar purpose which themselves are exempt from taxation as organizations described in Sections 501(c)(3) and/or 170(c)(2) of the Internal Revenue Code of 1954 or corresponding section of any prior or future law; or to the Federal, State of Florida, or one or more local governments, to be used exclusively for a public purpose consistent with the goals and purposes of the Association.

# # #

Having been named as Registered Agent to accept service of process for the above-stated corporation at the place designated within these Articles of Incorporation, I hereby certify that I am familiar with, and accept, the obligations of appointment as Registered Agent and agree to act in this capacity.

*A. Lee Cook*  
Signature/Resident Agent

November 19, 2004  
Date

A. Lee Cook  
Printed Name/Registered Agent

The undersigned Incorporators have executed these Articles of Incorporation this 30 day of November, 2004.

*Jill Austin*  
Signature/Incorporator

*A. Lee Cook*  
Signature/Incorporator

Jill Austin  
Printed Name/Incorporator

A. Lee Cook  
Printed Name/Incorporator

*Mary K. Chiles*  
Signature/Incorporator

*R. Marvin Cook, Jr.*  
Signature/Incorporator

MARY K. CHILES  
Printed Name/Incorporator

R. MARVIN COOK, JR.  
Printed Name/Incorporator

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