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# Law Office of Jamie B. Greusel, Esquire

1104 North Collier Boulevard Marco Island, FL 34145 239·394·8111

> Jamie B. Greusel Licensed in Fl and NJ

February 24, 2005

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

Re: Friends of Marco Island Airport, Inc.

#### Gentlemen/Ladies:

Enclosed are two original Articles of Incorporation and Certificate Designating Registered Agent and Place of Business or Domicile for the Service of Process within Florida, and Acceptance of Agent Upon Whom Process may be Served for the corporation referenced above and a check in the amount of \$78.75 to be credited as follows:

\$35.00 Filing fee \$35.00 Registered Agent Designation \$ 8.75 Certified copy \$78.75

Kindly file the original and return a certified copy to our office.

Sincerely,

Jamie B. Greuse

JBG/jjs Enclosure

Itrstate

The undersigned incorporator to these Articles of Incorporation, being competent to contract, hereby states the desire to form a corporation not-for-profit under the laws of the State of Florida.

### ARTICLES OF INCORPORATION

OF

### FRIENDS OF MARCO ISLAND AIRPORT, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation not for profit under Chapter 617, laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

# ARTICLE I NAME OF CORPORATION

The name of the corporation is FRIENDS OF MARCO ISLAND AIRPORT, INC.

### ARTICLE II PURPOSE

The purpose for which FRIENDS OF MARCO ISLAND AIRPORT, INC. is organized is exclusively for not-for-profit purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986 and any corresponding provision of any future United States Internal Revenue law to wit promotion of raising funds for general work around the airport to maintain, improve and

enhance the airport facilities. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501 (c)(7) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

## ARTICLE III TERM OF EXISTENCE

The existence of the corporation shall date from the approval of this Charter by the Secretary of state of Florida, and shall continue in perpetuity. If, for any reason, the corporation shall cease to exist as a legal entity, and its charter shall expire or be terminated, the property both real and personal owned by the corporation shall be sold and all proceeds shall be donated to one or more non-profit charitable organizations under the laws of the State of Florida which themselves are exempt as organizations described in Section 501(c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections or any prior or future law, or to the Federal, State or local government for exclusive public purpose.

# ARTICLE IV MEMBERSHIP

Any person or persons interested in the promotion of raising funds for general work around the airport to maintain, improve and enhance the airport facilities.

# ARTICLE V ADDRESS

The initial address of the principal office of this corporation is 28 Amethyst Ave., Naples, FL 34114-8223. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

## ARTICLE VI SUBSCRIBERS

The name and street address of the subscriber and incorporator of these

Articles of Incorporation is:

EDWARD I WEICH

28 Amethyst Ave. Naples, Florida 34114-8223

## ARTICLE VII OFFICERS

The affairs of the corporation shall be managed by a President, Treasurer and Secretary. Each of said officers shall be elected by the Board of Directors for one year and all terms of office shall be for one year. The past President shall serve as an ex-officio member of the Board of Directors.

# ARTICLE VIII DIRECTORS

This corporation shall have three directors initially. The number of directors, may, from time to time, be increased by By-Laws adopted by the Board of Directors and shall serve as officers until the first election. Directors shall be elected or appointed as provided for in the By-Laws.

- Edward J. Welch
   28 Amethyst Ave.
   Naples, Florida 34114-8223
- Joseph DiNiola
   3443 Gulf Shore Blvd. N.
   Naples, FlorIda 34103
- Karl A. Herrmann 6817 Bent Grass Lane Naples, Florida 34113

# ARTICLE IX BY-LAWS

By-Laws of the corporation shall be adopted by the Board of Directors and may be amended or rescinded by the Board of Directors.

# ARTICLE X AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's

meeting by a majority of the stock entitled to vote thereon, unless all the stockholders and all the directors sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation be made.

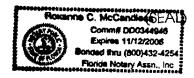
### ARTICLE XI

This corporation is organized under a non-stock basis.

IN WITNESS WHEREOF, my hand and seal at Marco Island, Collier County, Florida this and day of February, 2005.

COUNTY OF COLLIER STATE OF FLORIDA

The foregoing instrument was acknowledged before me this All day of ED 2005 by EDWARD J. WELCH who is personally known to me or who has produced (type of identification) as identification and who did (did not) take an oath.



Polyuu On Coudly
Notary Public Pryonne M Combes
(typed name)
My Commission Expires:
Commission #\_\_\_\_\_

# CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091 and 617, Florida Statutes the following is submitted:

FRIENDS OF MARCO ISLAND AIRPORT, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 28 Amethyst Ave., Napies, FL 34114-8223, has named Jamie B. Greusel 1104 N. Collier Blvd., Marco Island, Florida 34145 as its agent to accept service of process within Florida.

Edward )

Having been named to accept Service of Process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete, parformance of my duties.

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LAW OFFICE OF JAMIE B. GREUSEL 1104 N. Collier Blvd. Marco Island, Florida 34145 (239) 394-8111

This instrument prepared by: