

N05000003028

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300048407623

03/18/05--01039--004 **87.50

05 MAR 18 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

TRANSMITTAL LETTER

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

SUBJECT: Gulf Coast TIDE, 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: Joshua A. Jones
Name (Printed or typed)

142 Stearns Street
Address

Gulf Breeze, FL 32561
City, State & Zip

850. 202-2202
Daytime Telephone number

FILED
05 MAR 18 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

**ARTICLES OF INCORPORATION
For**

GULF COAST TIDE, INC.

WHEREFORE, the interim Board of Directors finding a need hereby creates and adopts the following Articles of Incorporation to establish Gulf Coast TIDE, Incorporated and for filing with the Florida Secretary of State.

ARTICLE I NAME

1.01 Name

The name of the corporation is Gulf Coast TIDE, Inc. It shall incorporate and exist perpetually under the State of Florida's Not For Profit Corporation Act, Florida Statutes §617.01, et seq.

ARTICLE II PRINCIPAL OFFICE

2.01 Location

Gulf Coast TIDE, Inc. shall operate from the following location until such time as circumstances require a new location or the Board of Directors shall determine a new location is necessary:

1506 East Cervantes Street
Pensacola, Florida 32501

ARTICLE III PURPOSE

3.01 Mission Statement

Gulf Coast TIDE, Inc. provides education, empowerment, and visibility within and beyond the Gulf Coast lesbian, gay, bisexual, and transgender (LGBT) community. With it's stated goal: "Together In Diversity & Equality," Gulf Coast TIDE, Inc. seeks to encourage and build stronger ties between those individuals and organizations serving the Gulf Coast LGBT Community - affirming, assisting, and augmenting their efforts - while being actively involved in advocacy efforts to promote tolerance, equality, and diversity.

3.02 Primary Activities

Gulf Coast TIDE, Inc. shall focus its efforts for the following primary functions and shall conduct such activities as necessary and legal to assist those efforts. The members and board of directors shall not authorize any act that would jeopardize non-profit status with the U.S. Internal Revenue Service or the State of Florida:

- (A) **Education:** Provide resources to create a heightened level of awareness in the Gulf Coast region of LGBT issues and the contributions to communities made by LGBT citizens to foster a positive visibility and an atmosphere of tolerance, acceptance, and respect for LGBT individuals and families within the greater Gulf Coast Community.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 MAR 18 PM 3:22

FILED

(B) **Coalition Building:** Build stronger ties between individuals and organizations within the Gulf Coast LGBT Community to create a sense of unity between these organizations and the Gulf Coast LGBT community.

(C) **Communication:** Provide informational and interactive resources regarding LGBT issues, events, and services for those living in the Gulf Coast Community as well as those interested in or visiting the Florida Gulf Coast area.

(D) **Advocacy:** Facilitate a dialogue between local government representatives to combat negative sentiments that impact the rights of those within the LGBT community while promoting/supporting positive efforts that foster tolerance, equality, and diversity.

ARTICLE IV MEMBERS, DIRECTORS, AND OFFICERS AND MANNER OF ELECTION

4.01 Non-discrimination policy

Gulf Coast TIDE, Inc. members, Board of Directors, and Officers shall not discriminate against anyone based on gender, gender identity, sexual orientation, race/ethnicity, nationality, familial or marital status, religion, age, or physical or mental impairment.

4.02 Classes of Membership

There shall be 3 (three) classes of membership in Gulf Coast TIDE, Inc. Each individual and student member shall be entitled to one vote on various issues as may arise and/or as required by the By-laws. Each individual participating as part of a family membership shall be entitled to vote in the same manner as individual and student members. The classes of membership shall be defined as follows and exist for the remainder of the fiscal year from the time such necessary information and funds are submitted. The information and funds required for membership shall be submitted to the officer so designated in the By-laws to accept such funds or during formation, the person designated by the Board of Directors.

- (A) **Individual:** an individual may become a member by submitting his/her name, street address, telephone number, and \$20 (twenty dollars).
- (B) **Family:** two or more individuals residing in the same household or who are in a committed relationship may become family members by submitting the names, street address(es), and telephone number(s) of each person applying for family membership and \$30 (thirty dollars).
- (C) **Student:** a current student at any school may become a member by submitting his/her name, street address, telephone number, and \$10 (ten dollars).

4.03 Board of Directors

(A) Interim Board of Directors

An interim Board of Directors shall serve for a period of ninety days from February 11, 2005. There shall be five interim directors operating with legal guidance from a volunteer attorney. They shall have the power to organize and promote Gulf Coast TIDE, Inc. under the Florida Not for Profit Corporations Act, Florida Statutes §617 and other applicable laws of Florida and the United States of America. Any action taken by the interim board of directors must be approved

by a majority vote of the interim directors. No quorum is mandatory to hold a meeting of the interim directors. The interim Board of Directors shall also create the initial By-laws for recommendation to the membership for ratification which shall be proposed for adoption at the first membership meeting to be held after acceptance of these Articles of Incorporation by the Florida Secretary of State and registration of Gulf Coast TIDE, Inc. as a not for profit organization in the State of Florida.

(B) Standing Board of Directors.

The Board of Directors shall consist of no less than five members. The Board of Directors shall be elected, in the manner prescribed in the By-laws, by the membership of the organization at the annual meeting. The term for a director shall be for one fiscal year. The Board of Directors shall have no power greater than that authorized by the Florida Not for Profit Corporations Act, Florida Statutes § 617, and as further limited by these Articles of Incorporation and the By-laws. Actions taken by the board of directors must be sanctioned by a majority vote of the directors. A quorum of the board of directors shall be three directors.

4.04 Officers

Officers shall be appointed, in the manner prescribed in the By-laws, by the Board of Directors at the first meeting of the Board of Directors to be held after their election at the annual meeting. A member may serve as one or more officers simultaneously. The following officers, and any other officers the Board of Directors finds necessary from time-to-time, shall be appointed each fiscal year:

- (A) **President:** the president shall serve as a figurehead for Gulf Coast TIDE, Inc., lead meetings, and perform other functions as defined in the By-laws.
- (B) **Secretary:** the secretary shall keep minutes of meetings and maintain records as required by the laws of Florida and the United States of America, and perform other functions as defined in the by-laws.
- (C) **Treasurer:** the treasurer shall maintain records of financial accounts and transactions for the organization as required by the laws of Florida and the United States of America, and perform other functions as defined in the By-laws.

ARTICLE V INITIAL DIRECTORS

The names and addresses of the initial and interim Board of Directors are as follows:

Jonathan O. Durre
1506 East Cervantes Street
Pensacola, Florida 32501

Tom Dempsey
3541 Southwind Drive
Gulf Breeze, Florida 32563

Jessica Hasting
8917 N. Davis Highway, Apt. 68
Pensacola, Florida 32514

Sara McCool
4242 Capri Drive
Pensacola, Florida 32504

ARTICLE VI INITIAL REGISTERED AGENT

The street address of Gulf Coast TIDE, Inc.'s initial registered agent and the registered location shall be:

Jonathan O. Durre
1506 East Cervantes Street
Pensacola, Florida 32501

ARTICLE VII INCORPORATOR

The name and address of the incorporator is:

Joshua A. Jones
142 Stearns Street
Gulf Breeze, Florida 32561

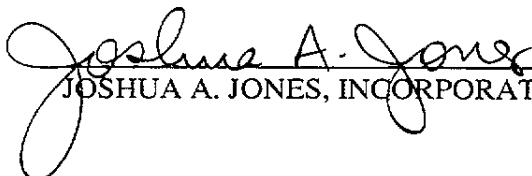
ARTICLE VIII DISSOLUTION

Upon the dissolution of Gulf Coast TIDE, Inc., the assets of the corporation shall be distributed to a gay, lesbian, bisexual, or transgender organization operating for one or more exempt purposes within the meaning of Section 501(c)(3) of the United States Internal Revenue Code, unless otherwise disposed of by a court of law.

ARTICLE IX AMENDMENT

These Articles of Incorporation may be amended by a majority vote of the members of the corporation at any annual meeting, or at any special meeting called for that purpose.

For the purpose of organizing a not for profit corporation under Chapter 617, Florida Statutes, the incorporator hereby signs these articles of incorporation on behalf of Gulf Coast TIDE, Inc. this _____ day of March 2005.


JOSHUA A. JONES, INCORPORATOR

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statutes §617.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

The name of the corporation is:

Gulf Coast TIDE, Incorporated

The name and address of the registered agent and office are:

Jonathan O. Durre
1506 East Cervantes Street
Pensacola, Florida 32501

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



**JONATHAN O. DURRE, REGISTERED AGENT
1506 EAST CERVANTES STREET
PENSACOLA, FLORIDA 32501**

DATE

3/14/2005

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 MAR 18 PM 3:22

FILED