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March 16, 2005

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Friends of Alligator Lake, Inc.

Gentlemen:

Please find enclosed herewith the following to be filed for the incorporation of
FRIENDS OF ALLIGATOR LAKE, INC. under the laws of the State of Florida:

1. Articles of Incorporation, in duplicate;
2. Designation of Registered Agent, in duplicate;
3.

Filing fee for Articles	\$35.00
Certified copy of Articles	8.75
Filing fee of Registered Agent	<u>35.00</u>
Total check enclosed	\$78.75.

It is requested that this filing be accepted in full compliance with the Florida laws regarding corporations. Please return a certified copy of the Articles to the address indicated above. Prompt notification of further documentation procedures or fees required will be appreciated.

Very truly yours,


Marlin M. Feagle

MMF:dse

Enclosures

ARTICLES OF INCORPORATION
FRIENDS OF ALLIGATOR LAKE, INC.

We, **JAMES MONTGOMERY, ELIZABETH PORTER** and **GARY LEAR**, the undersigned incorporators, hereby execute, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

ARTICLE I

NAME AND ADDRESS

The name of this Corporation shall be: **FRIENDS OF ALLIGATOR LAKE, INC.** The address of this Corporation shall be 229 SE Old Manse Glenn, Lake City, Florida 32025, or such other address within the State of Florida as the Board of Directors may from time to time designate.

ARTICLE II

PURPOSE AND LIMITATIONS

(A) (1) The nature, object and purpose for which this Corporation is exclusively organized and operated is: to provide support to the preservation and development of Alligator Lake in Columbia County, Florida, including but not limited to its appurtenances, facilities and related purposes.

(2) This Corporation shall receive and maintain funds of real and/or tangible and intangible personal property and, subject to the restriction and limitations hereinafter set forth, shall use the whole or any part of the income therefrom and the principal thereof exclusively for its charitable and educational purposes.

(B) No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to any member, director or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation

affecting its purpose); and no member, director or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of 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 (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

(C) Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170(c)(2) of such code and regulations issued thereunder.

(D) Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III

POWERS AND LIMITATIONS

This Corporation shall have and exercise all powers provided by the laws of the State of Florida pertaining to Corporations not for profit including, but not limited to, Chapter 617 Florida Statutes, and future amendments thereto, or succeeding statutes pertaining to Corporations not for profit in the State of Florida, that are necessary or convenient to effect any

and all of the charitable and educational purposes for which the Corporation is organized, subject, however, to the following:

(A) This Corporation shall be operated exclusively for, and shall only have the power to perform, activities exclusively within the meaning, requirements and effect of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended heretofore or hereafter.

(B) This Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax law.

(C) This Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(D) This Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(E) This Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(F) This Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(G) This Corporation shall not engage in any prohibited transaction as defined in Section 503(b) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

ARTICLE IV

MEMBERS

The comprise the initial Board of Directors of this Corporation and such other persons over 18 years of age or entities as may from time to time be elected and admitted to membership by majority vote of the Board of Directors of the Corporation in accordance with the provisions of the By-Laws of the Corporation.

ARTICLE V

DIRECTORS AND OFFICERS

(A) The affairs of this Corporation shall be managed by a Board of Directors of not less than three and as further determined by the By-Laws adopted by the Board of Directors.

(B) Officers shall be elected annually by majority vote and shall be a Chairman, Vice Chairman, Secretary and Treasurer who may, but are not required, to be directors, and such officers as may be provided for in the By-Laws of the Corporation. Multiple offices may be held by the same person. The duties of the respective officers and the manner of filling vacancies in the offices of the Corporation shall be provided in the By-Laws.

(C) The manner of filling vacancies in the Board of Directors shall be provided in the By-Laws of the Corporation. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Meetings of the directors may be held within or without the State of Florida.

(D) Directors and officers of this Corporation may be removed as provided in the By-Laws of the Corporation.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of three (3) directors.

The names and addresses of the members of the initial Board of Directors who, subject to these Articles, the By-Laws of this Corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this Corporation or until an election is held by the members for the election of permanent directors or until their successors have been duly elected and qualified are:

<u>Name</u>	<u>Address</u>
James Montgomery	229 SE Old Manse Glenn Lake City, Florida 32025
Elizabeth Porter	252 SW Aurora Way Lake City, Florida 32025
Gary Lear	271 SE Polk Lane Post Office Box 3185 Lake City, Florida 32056-3185.

ARTICLE VII
REGISTERED OFFICE AND REGISTERED AGENT

The name of the Corporation's initial registered agent at the following address is **JAMES MONTGOMERY**, 229 SE Old Manse Glenn, Lake City, Florida 32025. The Corporation shall keep the Department of State of the State of Florida informed of the current city, town, or village and street address of said registered office together with the name of the registered agent.

ARTICLE VIII
INCORPORATORS

The names and addresses of the incorporators to these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
James Montgomery	229 SE Old Manse Glenn Lake City, Florida 32025
Elizabeth Porter	252 SW Aurora Way Lake City, Florida 32025
Gary Lear	271 SE Polk Lane Post Office Box 3185 Lake City, Florida 32056-3185.

ARTICLE IX
BY-LAWS

The By-Laws of this Corporation may be made, altered, or rescinded from time to time in whole or in part by a majority vote of the directors of this Corporation present at any meeting of the Board of Directors at which a quorum is present and notice of the proposed action with respect to the By-Laws has been waived by a majority of the members of the Board of Directors or mailed by the secretary of this Corporation to all of the members of the Board of Directors at least three days before the meeting.

ARTICLE X
AMENDMENT OF ARTICLE OF INCORPORATION

These Articles may be amended by Resolution adopted by a two-thirds vote of the members of the Corporation present at any meeting duly called and convened; provided, however, that notice of the proposed action with respect to the Articles of Incorporation shall have been waived by a majority of the members of the Corporation or ten days advance notice of the amendment or amendments to be considered at such meeting shall have been given in writing

personally or by mail to each member of the Corporation prior to such meeting. All actions, including but not limited to Amendment(s) of Articles of Incorporation, required to be taken at any meeting may be taken by written consent as provided in Florida Statutes, as now amended, or as same may be amended in the future.

ARTICLE XI

NON DISCRIMINATION

In performing its activities, the Corporation shall not discriminate against any individual because of such individual's race, color, religion, sex, national origin, age, handicap, or marital status.

ARTICLE VII

BOOKS AND RECORDS

Section 1. Records to Be Kept. The Corporation shall keep correct and complete books and records of account and also shall keep minutes of proceedings of its members, Board of Directors, and committees having, and of, the authority of the Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the Board of Directors.

Section 2. Inspection of Records. Except as provided in Section 3, all records, books, accounts, receipts, and other documents made or maintained by the Corporation shall be available for inspection by the Board of County Commissioners of Columbia County, the Director of the Columbia County Parks & Recreation Department or any designated agent or representative of the Board of County Commissioners or the Director of the Columbia County Parks & Recreation Department.

IN WITNESS WHEREOF the undersigned Incorporators have executed these Articles of Incorporation this 3rd day of March, 2005.

James Montgomery
JAMES MONTGOMERY
Elizabeth Porter
ELIZABETH PORTER
Gary Lear
GARY LEAR

STATE OF FLORIDA
COUNTY OF COLUMBIA

Before me, a Notary Public authorized to take acknowledgments in state and county set forth above, personally appeared **JAMES MONTGOMERY, ELIZABETH PORTER** and **GARY LEAR** known to me and known by me to be the persons who executed the foregoing Articles of Incorporation; they acknowledged before me that they executed said Articles.

IN WITNESS WHEREOF I have hereunto set my hand and affixed official seal in the state and county aforesaid this 3rd day of March, 2005

Marlin M. Feagle
Notary Public, State of Florida

(NOTARIAL



Marlin M. Feagle
MY COMMISSION # DD184685 EXPIRES
February 18, 2007
BONDED THRU TROY FAIR INSURANCE, INC.

My commission expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS,
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First, that **FRIENDS OF ALLIGATOR LAKE, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as directed in the Articles of Incorporation at the City of Lake City, Florida, has named **JAMES MONTGOMERY**, 229 SE Old Manse Glenn, Lake City, Florida 32025, as its Agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above styled corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act, relative to keeping open said office.


JAMES MONTGOMERY

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05 MAR 21 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA