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Albert J. Hadeed, P.A. Attorney and Counselor at Law P.O. Box 190

Flagler Beach, FL 32136-0190

Voice: (386) 569-1156 Fax: (386) 439-2718 E-Mail: hadeedlaw@cfl.rr.com

January 9, 2006

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

Dear Ladies and Gentlemen:

Enclosed for filing are one original and one exact copy of the articles of incorporation for Hammock Community Conservation Corporation. I have enclosed a check for \$87.50 for filing fees, registered agent designation fee, certified copy fee and a certificate of status fee.

Please send the certificate of status and the certified copy to the above address. Should you have any questions, please do not hesitate to call me at 386-569-1156.

Thank you for your cooperation.

Sincerely,

Allor to Melsel Albert J. Hadeed

ARTICLES OF INCORPORATION

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

SECRETARY OF STATENS
OIVISION OF CORPORATIONS
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ARTICLE I: NAME

The name of the corporation shall be:

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Hammock Community Conservation Corporation

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 5652 N. Oceanshore Blvd, Palm Coast, FL 32137, and such other places as the Board of Directors may determine.

ARTICLE III: PURPOSE

The specific purposes for which the corporation is organized are:

- 1. The general purpose of the corporation is to operate exclusively for such charitable, educational, conservation and preservation purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal Tax Laws.
- 2. The corporation specifically shall: (a) support and assist residents of The Hammock, Flagler County, Florida to live in harmony with their neighbors and with their natural surroundings; (b) alert, inform and educate residents about proposed changes in the community which affect its unique quality of life; (c) encourage and mobilize residents to make their voices heard by public agencies; (d) insure an equal voice for all residents; (e) provide opportunities for communication and community building among residents; (f) sponsor community projects which make a difference; and (g) act as a service provider or manager of public or quasi-public infrastructure and services in The Hammock.
- The corporation shall promote the conservation, preservation and beautification
 of the barrier island and will serve as a vehicle for the community to express their
 views, desires and concerns to preserve, conserve, protect, maintain and
 enhance the intrinsic resources of the barrier island.
- 4. The corporation shall have the power to apply for, accept, and enter into contracts with governmental and other agencies to administer grants and programs to promote the purposes as stated herein.

- 5. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- 6. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code or the corresponding section of any future federal tax code.

ARTICLE IV: CLASSES OF GENERAL MEMBERSHIP

The classes of general membership are as set forth in the bylaws of this corporation.

ARTICLE V: MANNER OF ELECTION OF DIRECTORS/OFFICERS

The manner in which the directors/officers are elected or appointed shall be set forth in the corporation's bylaws.

ARTICLE VI: EFECTIVE DATE

The effective date of the corporation shall be January 6, 2006, per Florida Statute Section 617.0203.

ARTICLE VII: SPECIAL CORPORATE ACTS

Negotiable Instruments, Deeds and Contracts. All checks, drafts, notes, bonds, bills of exchange and orders for the payment of money and all deeds, mortgages and other written contracts and agreements that the corporation is a party to, shall, unless otherwise directed by the Board, or unless required by law, be signed by any two (2) of the following who are different persons: president, vice president, treasurer or designated employee.

Dissolution of the Corporation. Upon dissolution, the assets shall be distributed to one or more exempt organizations as defined in section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, which have as one of their purposes the preservation and beautification of The Hammock, Florida. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of Flagler County, Florida, to such organization or organizations or local governments, as said court shall determine, which are organized and operated for such purposes.

<u>Limits of Financial Obligations</u>. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to the members or officers, except that the

corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes set forth in Section III hereof.

ARTICLE VIII: NONDISCRIMINATION

In all matters pertaining to the operation of the corporation, including the selection and appointment of directors and officers, the election of regular members, the employment of staff, the provision of services to eligible persons and the conduct of business, the corporation and its directors, officers, agents and employees shall not discriminate against any person on account of age, race, sex, religion, national origin or physical or mental impairment.

ARTICLE IX: REGISTERED AGENT AND STREET ADDRESS

The name and the Florida street and mailing addresses of the Registered Agent are:

Albert J. Hadeed, 104 South Fourth St. (PO Box 190), Flagler Beach, FL 32136.

Having been named as Registered Agent to accept service of process for the abovestated corporation at the place designated in this certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

Albert J. Hadeed, Registered Agent

ARTICLE X; INCORPORATOR

The incorporator of the corporation is Donald Hoskins, 2 Lantarace Drive, Palm Coast, Florida, 32137, as President and Director of the corporation.

Donald Hoskins

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SECRETARY OF STATE DIVISION OF CORPORATION