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FLORIDA PROFIT/NON PROFIT CORPORATION

Destin Fire Rescue Foundation, Inc.

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ARTICLES OF INCORPORATION 06 DEC 19 PM 1:19

of

DESTIN FIRE RESCUE FOUNDATION, INC.

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such corporation.

ARTICLE 1. NAME AND ADDRESS

The name of the corporation shall be Destin Fire Rescue Foundation, Inc. (the "Corporation"). The street address of the principal office of the Corporation at the time of incorporation is 848 Airport Road, Destin, Florida 32541.

ARTICLE 2. DURATION

The duration of the Corporation is perpetual unless dissolved according to law.

ARTICLE 3. PURPOSE

- a. The Corporation shall be a Not For Profit Corporation. It shall be organized, and at all times thereafter operated, exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, including the provision of resources to educate the residents and visitors served by the Destin Fire Control District and those providing it with mutual aid, about safety issues affecting the local community, including but not limited to fire prevention, beach safety, water safety, and first aid.
- b. The general purposes for which the Corporation is formed, include without limitation, to purchase, lease, hold, sell, develop, build, mortgage, deed in trust, convey or otherwise acquire and dispose of real and personal property, and to maintain and operate the same subject to the Bylaws of the Corporation; to do everything necessary and proper for the accomplishment of any of the purposes or attainment of any of the objects previously mentioned, either alone or in association with other individuals, corporations or partnerships, including but not limited to state, county, federal and municipal entities; and generally, to perform such acts and to transact such business in connection with the preceding objects not inconsistent with law or the objects and aims of the Corporation.
- c. The Corporation is formed and shall be operated exclusively for educational and other nonprofit purposes. No part of any net earnings shall inure to the benefit of any director, trustee, or officer of the Corporation except as permitted and provided by law, including the payment of reasonable compensation for services rendered and the making of payments and distributions in furtherance of the purposes set forth in this Article.
- d. The Corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally, and specifically as provided in Section 617.0302 of the Florida Not For Profit Corporation Act, provided, however, that the Corporation has no power to engage in any activity that in itself is not in furtherance of its

purposes as set forth in subparagraphs (a) through (c) of this Article, and within the meaning and purposes of Section 501(c)(3) of the Internal Revenue Code. No substantial part of the activities of the Corporation shall be the influencing of legislation, or participation or intervention in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. 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 4. MEMBERS

This Corporation has no members, and the directors shall have the sole voting power in the Corporation.

ARTICLE 5. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 848 Airport Rd., Destin, Florida 32541, and the name of the Corporation's initial registered agent at that address is Bobbie J. Metz.

ARTICLE 6. FIRST BOARD OF DIRECTORS

The following persons shall serve the Corporation as directors until the first annual meeting or other meeting called to elect directors:

<u>Names</u>	<u>Addresses</u>
1. Mark E. Baugh	2 Third Street, Shalimar, FL 32579
2. Joseph J. D'Agostino	710 Legion Drive, #M-4, Destin, FL 32541
3. Gregory E. Featherston	74-B Crest Drive, Miramar, FL 32550
4. Christopher S. Lambert	86 Tarpon Street, Destin, FL 32541
5. Philip D. Metz	3900 Indian Trail, Destin, FL 32541

ARTICLE 7. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as incorporator is as follows: Bobbie J. Metz, 848 Airport Rd., Destin, Florida 32541.

ARTICLE 8. BASIS UNDER WHICH CORPORATION ORGANIZED

The Corporation is organized under a non-stock basis.

The Corporation is a not for profit corporation as defined by the Not For Profit Corporation Act in Section 617.01 of the Florida Statutes. As such, it is not organized for the pecuniary gain or profit of, and its net earnings nor any part thereof is distributable to, its members, directors, trustees, officers, or other private persons except as specifically permitted under the provisions of the Florida Not For Profit Corporation Act.

ARTICLE 9. MANAGEMENT OF CORPORATE AFFAIRS

- a. Board of Directors. The powers of the Corporation shall be exercised, its properties controlled, and its affairs conducted by a board of no fewer than three (3) directors. The number of directors provided for in these Articles of Incorporation may be changed as set forth in the Bylaws, but shall not be fewer than three.
- b. Election of Directors. The method of electing directors shall be as set forth in the Bylaws.
- c. Elective Officers. The officers of the Corporation shall be:

President: Gregory E. Featherston
Vice President: Joseph J. D'Agostino
Secretary/Treasurer: Philip D. Metz

Other offices and officers may be established or appointed by the directors of the Corporation at any regular meeting or any special meeting of the directors called for such purpose. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the Bylaws.

ARTICLE 10. INCOME FROM PUBLIC EVENTS

If the Corporation holds any events in which members of the general public are invited to participate for a fee, the net proceeds, if any, attributable to such participation will be paid over to an organization that is exempt from federal income tax under the Internal Revenue Code on an annual basis, unless the Corporation itself is a tax-exempt organization under the Internal Revenue Code.

ARTICLE 11. BYLAWS

The Bylaws of the Corporation may be made, altered, rescinded or adopted as set forth in the Bylaws.

ARTICLE 12. AMENDMENT OF ARTICLES

These articles may be amended by a majority vote of the members of the Board voting at any meeting of the Board called for that purpose, provided that the notice of meeting shall have stated the nature of the proposed amendment.

ARTICLE 13. DISTRIBUTION ON DISSOLUTION

In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) or 170(c)(2) of the Internal Revenue Code or corresponding sections of such code as subsequently amended, or to the federal, state, or local government to be used exclusively for public purposes.

In witness whereof, the undersigned incorporator of the Corporation has executed these Articles of Incorporation on this 19 day of December, 2006.

Incorporator

Bobbie J. Metz
BOBBIE J. METZ

STATE OF FLORIDA

COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 19th day of December, 2006, by Bobbie J. Metz.



Donna F. Wykoff
Signature of Notary

Donna F. WYKOFF
Name of Notary (Typed, Printed or Stamped)
Commission Number (if not legible on seal): _____
My Commission Expires (if not legible on seal): _____

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Personally Known ☒ OR Produced Identification _____
Type of Identification Produced: current Florida driver's license or _____

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in the 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 performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes.

Bobbie J. Metz
BOBBIE J. METZ