

Division of Corporations

**No 70000002767**

Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT/NON PROFIT CORPORATION****THE FLORIDA COALITION FOR PRESERVATION, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
THE FLORIDA COALITION FOR PRESERVATION, INC.  
A Florida Not For Profit Corporation**

Pursuant to the requirements of Chapter 617 of the Florida Statutes, the undersigned Incorporator adopts the following Articles of Incorporation of this Corporation:

**ARTICLE I.**

**Name**

The name of the Corporation shall be: THE FLORIDA COALITION FOR PRESERVATION, INC.

**ARTICLE II.**

**Purpose**

The Corporation is organized as a not for profit corporation exclusively for charitable, benevolent, educational and scientific purposes. Its activities shall be conducted in such a manner that no part of its net earnings shall inure to the benefit of any member, trustee, officer or employee of the Corporation.

The Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1954, as amended, or the corresponding provision of any future United States Internal Revenue Law.

Without in any way limiting the foregoing general purposes, the specific purpose of the Corporation is to provide to communities and organizations within South Florida those activities that further the protection of environmentally sensitive land and water bodies in that area in such a way that restricts unchecked residential and commercial development. In addition, the Corporation shall conduct such educational instruction meetings, prepare and distribute educational materials and otherwise consider public policy environmental issues in an educational manner, together with such other related business activities that, in the opinion of the Board of Trustees, may be necessary for the well being of the population of South Florida.

Other than as an insubstantial part of its activities, the Corporation shall not engage in the following activities that are not in furtherance of those charitable, benevolent, educational and scientific purposes:

2.1 Attempting to influence legislation (commonly known as lobbying). For these purposes, the term "legislation" includes action by Congress, any state legislature, any local council, or similar governing body, with respect to bills, resolutions, or similar items

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(such as legislative confirmation of appointive office), or by the public in referendum, ballot initiative, constitutional amendment, or similar procedure. It does not include actions by executive, judicial, or administrative bodies.

2.2 Contact, or urges the public to contact, members or employees of a legislative body for the purpose of proposing, supporting, or opposing legislation, or if the organization advocates the adoption or rejection of legislation.

In addition, the Corporation is absolutely prohibited from, directly or indirectly, engaging in political campaign activity, including: (i) participating in, or intervening in, any political campaign on behalf of (or in opposition to) any candidate for elective public office; or (ii) contributing to political campaign funds or public statements of position (verbal or written) made on behalf of the organization in favor of or in opposition to any candidate for public office that clearly violates the prohibition against political campaign activity.

In the event of dissolution of the Corporation or the winding up of its affairs, or other liquidation of its assets, the Corporation's property shall be conveyed or distributed to such Florida not for profit corporation(s) operated for nonprofit purposes similar to those of the Corporation which at the time of such conveyance or distribution qualify as an exempt organization or organizations under Section 501(c)(3). Any such assets not so disposed of shall be distributed by the appropriate Court of the jurisdiction 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 for such purposes.

#### **ARTICLE III.** **Powers**

The Corporation shall possess and may exercise all the powers and privileges granted by Chapters 607 and 617 of the Florida Statutes, or by any other law of Florida, together with all powers necessary or convenient to the conduct, promotion or attainment of the activities or purposes of the Corporation, limited only by the restrictions set forth in these Articles of Incorporation.

#### **ARTICLE IV.** **Members**

The members of the Corporation shall be the Trustees.

#### **ARTICLE V.** **Term**

The term of the Corporation shall be perpetual.

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**ARTICLE VI.**  
**Incorporator**

The name and address of the Incorporator of the Corporation and subscriber to these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Thomas B. Evans, Jr.	4475 N. Ocean Blvd., Apt. 20B Delray Beach, FL 33483
Robert W. Ganger	1443 N. Ocean Blvd. Gulf Stream, FL 33483

**ARTICLE VII.**  
**Trustees**

7.1 Number. The affairs of the Corporation are to be managed by a Board of Trustees consisting of no less than three (3) and no more than thirty (30) members, the exact number of Trustees to be specified in the Bylaws of the Corporation from time to time.

7.2 Composition, Election and Tenure. The Trustees of the Corporation shall be nominated and elected for terms and in the manner as shall be provided in the Bylaws from time to time.

7.3 Powers. The Board of Trustees shall act for the Corporation and shall have the power to decide all matters relating to the conduct of business for the Corporation.

7.4 Initial Board. The names and addresses of the members of the first Board of Trustees who shall hold office until their successors are elected and have qualified, or until resignation or removal, are as follows:

<u>Name</u>	<u>Address</u>
Thomas B. Evans, Jr.	4475 N. Ocean Blvd., Apt. 20B Delray Beach, FL 33483
Robert W. Ganger	1443 N. Ocean Blvd. Gulf Stream, FL 33483
John A. Luetkemeyer, Jr.	2727 N. Ocean Blvd. Gulf Stream, FL 33483

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Joseph R. Hardiman	540 Old School Road Gulf Stream, FL 33483
Melville P. Dickenson, Jr.	4475 N. Ocean Blvd., Apt. 47H Delray Beach, FL 33483
Nancy B. Wibbelsman	2613 N. Ocean Blvd. Gulf Stream, FL 33483
Jerry Goray	130 Island Drive Ocean Ridge, FL 33435
Bernd Schulte	5 Osprey Court Ocean Ridge, FL 33435
Gail Aaskov	5011 N. Ocean Blvd. Ocean Ridge, FL 33435
Peter B. Martin	4475 N. Ocean Blvd., Apt. 106 Delray Beach, FL 33483

**ARTICLE VIII.**  
**Bylaws**

The Bylaws of the Corporation shall be adopted, altered, amended or repealed only by vote of at least a majority of the Members.

**ARTICLE IX.**  
**Amendments**

Amendments to these Articles of Incorporation may be made and adopted only by a vote of at least a majority of the Members. Amendments shall be effective when a copy thereof, properly executed and acknowledged, has been filed with the Florida Department of State.

**ARTICLE X.**  
**Registered Agent, Registered Office**  
**and**  
**Principal Place of Business**

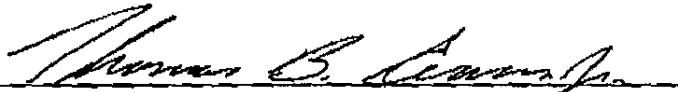
The initial address of the registered office of the Corporation is 54 Northeast Fourth Avenue, Delray Beach, Florida 33483.

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The registered agent at that address is Joel T. Strawn.

The initial principal office, as well as the mailing address of the Corporation, is as set forth above.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15<sup>th</sup> day of march, 2007.



Thomas B. Evans, Jr.

Print Name: Thomas B. Evans, Jr.



Robert W. Ganger

Print Name: ROBERT W. GANGER

**WRITTEN ACCEPTANCE BY THE REGISTERED AGENT**

I HEREBY CERTIFY that I am familiar with and accept the duties and responsibilities as Registered Agent for THE FLORIDA COALITION FOR PRESERVATION, INC.



Joel T. Strawn, Registered Agent

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