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ARTICLES OF INCORPORATION OF GUM SLOUGH PRESERVATION FOUNDATION, INC.

I, the undersigned, do hereby subscribe my name to these Articles of Incorporation for the purpose of creating a Corporation, not for profit in nature and purpose, in accordance with Chapter 617, Florida Statutes, as now in force or hereafter amended.

ARTICLE I NAME AND PRINCIPAL OFFICE

The name of this Corporation shall be Gum Slough Preservation Foundation, Inc. ("Corporation"). The address of the Corporation's principal office, and its mailing address, is 1300 Bern Creek Loop, Sarasota, Florida 34240.

ARTICLE II INITIAL REGISTERED AGENT

The initial registered agent is Robert Scheffel Wright, Young van Assenderp **PA**., **Gallie's** Hall, 225 South Adams Street, Suite 200, Tallahassee, Florida 32301.

ARTICLE III OBJECTIVES AND PURPÓSES

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The Corporation is organized to promote the conservation and natural beauter of the Gum Slough area including the airshed and watershed areas in which Gum Slough is located in Sarasota and Manatee County; to protect the environment and the health of persons living in and around Gum Slough; to preserve the ecological, biological and historical values of Gum Slough; and to encourage comprehensive planning and orderly development as it pertains to Gum Slough.

ARTICLE IV TERM OF EXISTENCE

This Corporation shall begin existence upon the filing of these Articles of Incorporation with the Secretary of State, State of Florida. This Corporation shall have perpetual existence unless terminated according to law and the Bylaws of the Corporation.

ARTICLE V NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator is Susan Schoettle-Gumm, 1300 Bern Creek Loop, Sarasota, Florida 34240.

ARTICLE VI DIRECTORS AND OFFICERS OF THE CORPORATION

The affairs of the Corporation shall be managed by its Officers and Board of Directors. The Officers of this Corporation shall be as follows: President, Vice President, and Secretary-Treasurer. An individual may hold more than one office.

The Board of Directors shall consist of not less than three (3) nor more than seven (7) Directors. Directors shall be selected, appointed, or elected annually by the Board of Directors at their annual meeting. Directors to be elected by the Board may be elected from a slate of candidates nominated by the President and delivered to the Board of Directors prior to the meeting or may be nominated and elected from the floor at the annual director's meeting.

ARTICLE VII NAMES OF INITIAL DIRECTORS AND OFFICERS

The following individuals shall serve as officers and directors of the Corporation until the first annual election of officers in 2008:

A. <u>Directors</u>:

Susan Schoettle-Gumm, 1300 Bern Creek Loop, Sarasota, Florida 34240

Robert E. Hueter, 2365 Slough Road, Sarasota, Florida 34240

Joshua H. Rosen, 2601 Moccasin Hollow Road, Sarasota, Florida 34240

B. <u>Officers</u>:

President: Susan Schoettle-Gumm, 1300 Bern Creel Loop, Sarasota, Florida 34240

Vice President: Robert E. Hueter, 2365 Slough Road, Sarasota, Florida 34240

Secretary-Treasurer: Joshua H. Rosen, 2601 Moccasin Hollow Road, Sarasota, Florida

34240

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ARTICLE VIII AMENDMENT OF THE ARTICLES OF INCORPORATION

The Articles of Incorporation may be altered, amended or repealed in whole or in part by the majority vote of all members of the Board of Directors of the Corporation at any duly-called and noticed regular or special meeting. Any amendments of the Articles of Incorporation shall become and be taken as part of these Articles of Incorporation upon filing with the Florida Department of State.

Susan Schoettle-Gumm, Incorporator

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.

Robert Scheffel Wright Registered

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