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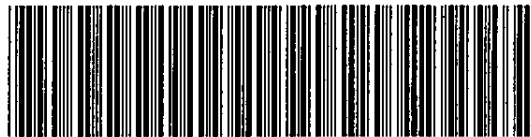
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TALLAHASSEE, FLORIDA

CS 4-12

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April 4, 2007

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

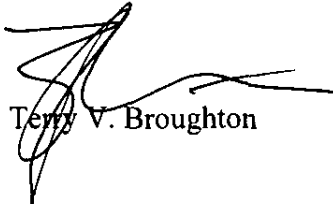
Re: Buckingham Community Planning Panel, Inc.

Dear Sir/Madam:

I enclose Articles for the above name Not for Profit Corporation along with a check for \$70.00.
Please file these Articles.

Please call me if you have any questions.

Sincerely,



Terry V. Broughton

TVB/slc
Enclosures

ARTICLES OF INCORPORATION
of
BUCKINGHAM COMMUNITY PLANNING PANEL, INC.,
(a Florida corporation not for profit)

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1. NAME AND PRINCIPAL ADDRESS

The name of this Corporation shall be BUCKINGHAM COMMUNITY PLANNING PANEL, INC. The initial principal office of the Corporation is 4931 Shady River Lane, Fort Myers, Florida, 33905

2. PURPOSE. The purposes for which this Corporation is organized are to coordinate and plan development of the Buckingham area of Lee County, Florida, pursuant to Lee County Administrative Code AC-13-3 ("Administrative Code"), and in compliance with the requirements of Florida corporation not for profit.

3. GENERAL POWERS. This Corporation shall have all of the common law and statutory powers of a Florida corporation not-for-profit provided in Section 617.0302, Florida Statutes, including, without limitation:

- 3.1. All of the powers reasonably necessary to implement its purposes including those set forth herein.
- 3.2. To do all of the acts permitted to be performed by it in accordance with the Administrative Code.
- 3.3. To hold funds solely and exclusively for the purposes set forth in these Articles and in the Administrative Code.
- 3.4. To delegate power or powers where such is deemed in the interest of the Corporation.
- 3.5. To purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of, real or personal property, except to the extent restricted hereby; to enter into, make, perform or carry out contracts of every kind with any person, firm, corporation, Corporation or other entity; to do any and all of the activities and pursue any and all of the objects and purposes set forth in these Articles and not forbidden by the Laws of the State of Florida.
- 3.6. To sue and be sued.
- 3.7. Notwithstanding anything contained herein to the contrary, this Corporation shall not have the power to, and shall not, engage in or carry on propaganda or otherwise attempt to influence legislation, or participate or intervene, directly or indirectly in any political campaign on behalf of, or in opposition to, any candidate for office, whether public, quasi-public or private, or otherwise engage in or carry on any political action including the publishing or distribution of statements, nor shall Owners perform any such activities in the name of the Corporation.

4. BOARD OF DIRECTORS.

4.1. Number And Term Of Directors. The business, property and affairs of this corporation shall be initially managed by a Board of Directors composed of eleven (11) persons who shall be members of this corporation, or the authorized representative of an entity member of this corporation. The initial Board

shall be the individuals named in the Articles. The number of Directors may be increased or decreased by the members, from time to time, at the annual meeting, but shall never be less than three (3).

4.2. Quorum. A majority of the Board of Directors ("Board") shall constitute a quorum to transact business at any meeting of the Board, and the action of the majority present at a meeting at which a quorum is present shall constitute the action of the Board.

4.3. Vacancy. A Director may resign at any time, by instrument in writing, which shall take effect at the time specified, or if no time specified, at the receipt of such resignation by an officer of the Corporation. Acceptance of a resignation shall not be necessary to make it effective. Any vacancy occurring on the Board because of death, resignation or other termination of services of any Director, shall be filled by the Board. A Director appointed to fill a vacancy shall be appointed for the unexpired term of his predecessor in office and shall serve until his successor shall have been elected or appointed, as the case may be.

4.4. Qualifications. The Board of Directors shall be citizens of the United States of America and residents of Lee County, Florida.

4.5. Compensation. No compensation shall be paid to Directors.

4.6. Initial Directors. The initial directors are Bill Burdette, Mike Rippe, Gordon Brandt, Bob Murray, Bruce Strayhorn, Gloria Vernay, Matt Steele, Tom Cook, Tom Feminella, Tim Mann, and Sawyer Smith.

5. MEMBERSHIP

Initially, the only members of the Corporation shall be the Directors. The Directors shall have the power to create qualifications, rights, and obligations of additional members.

6. OFFICERS

The Officers of the Corporation shall be a President, a Vice-President, a Secretary and a Treasurer, and such other Officers as the Board may from time to time deem necessary. Any two (2) or more offices may be held by the same person except that the offices of President and Secretary may not be held by the same person. Officers shall be elected for one (1) year terms in accordance with the procedure set forth in the By-Laws. The initial Officers are:

President-Bill Burdette
Vice President-Mike Rippe
Secretary-Gordon Brandt
Treasurer-Bob Murray

7. CORPORATE EXISTENCE The Corporation shall have perpetual existence.

8. BY-LAWS The Board shall, from time to time, adopt, alter, amend or rescind By-Laws not inconsistent with these Articles. However, the provisions of these Articles shall prevail in any conflict between the provisions of these Articles and the provisions of the By-Laws.

9. AMENDMENT TO ARTICLES OF INCORPORATION

9.1. These Articles may be amended by the Board, by majority vote, after Notice of the subject matter of the proposed amendment not less than ten days before the proposed vote.

10. INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every Director and every Officer of the Corporation (and the Directors and/or Officers as a group) shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, at all trial and appellate levels, reasonably incurred by or imposed upon such person or persons in connection with any claim, proceeding, litigation or settlement in which they may become involved by reason of being or having been a Director, Committee Member or Officer of the Corporation. The foregoing provisions for indemnification shall apply whether or not such person is a Director or Officer at the time such expenses are incurred. Notwithstanding the above, in instances where a Director or Officer admits or is adjudged guilty by a court of competent jurisdiction of willful misfeasance or malfeasance in the performance of such person's duties, the indemnification provisions of these Articles shall not apply. Otherwise, the foregoing rights to indemnification shall be in addition to and not exclusive of any and all right of indemnification to which a Director or Officer may be entitled, whether by statute or common law. No amendment to this Article which reduces or restricts the indemnity created herein may be adopted without the prior consent of each and every Officer and Director, whether current or former, affected by such amendment.

11. TRANSACTION IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED

11.1. No contract or transaction between the Corporation and one or more of its Directors or Officers, or between the Corporation and any other Corporation, partnership, corporation, or other organization in which one or more of its Directors or Officers are directors or officers or have a financial interest, shall be invalid, void or voidable solely for this reason, or solely because the Director or Officer is present at or participates in the meeting of the Board or a committee thereof which authorized the contract or transaction, or solely because his or their votes are counted for such purpose. No Director or Officer of the Corporation shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction.

11.2. Interested Directors may be counted in determining the presence of a quorum at a meeting of the Board or of a committee which authorized the contract or transaction.

12. DISSOLUTION OF THE CORPORATION

12.1. The Corporation may be dissolved upon a resolution to that effect being approved by all of the following: (a) three-fourths (3/4) of the Directors of the Board; (b) the issuance thereafter of a decree of dissolution by a Circuit Judge as provided by Section 617.05, Florida Statutes, as amended.

12.2. No part of the net earnings of the corporation shall inure to the benefit of any officer or director of the corporation, and upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of the residual assets of the corporation exclusively for exempt purposes of the corporation in such manner, or to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any future Internal Revenue Code. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, for such purposes or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

13. GENDER

13.1. Wherever the male pronoun is used herein, it shall be understood to be the female pronoun if the context or sex of the party referred to so requires.

14. REGISTERED AGENT

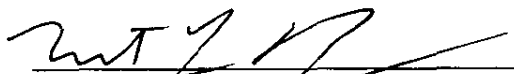
Bill Burdette is hereby designated as the Corporation's Registered Agent for service of process within the State of Florida at 4931 Shady River Lane, Fort Myers, Florida, 33905.

IN WITNESS WHEREOF, we hereby executed these Articles of Incorporation this 29 day of March, 2007


BILL BURDETTE


MIKE RIPPE


GORDON BRANDT


BOB MURRAY

CONSENT OF REGISTERED AGENT

Bill Burdette hereby consents to his designation as Registered Agent in the foregoing Articles of Incorporation.


Bill Burdette

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