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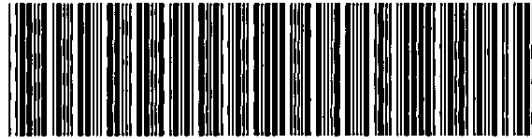
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TALLAHASSEE, FLORIDA

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# Florida Department of Environmental Protection

Marjory Stoneman Douglas Building  
3900 Commonwealth Boulevard  
Tallahassee, Florida 32399-3000

Charlie Crist  
Governor

Jeff Kottkamp  
Lt. Governor

Michael W. Sole  
Secretary

April 9, 2007

Mr. Sean Toner  
Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

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2007 MAR 11 P 2:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Mr. Toner:

This letter is to certify to you that the Friends of Ochlockonee Bay Area State Parks Inc., is a duly authorized citizen support organization which is under contract to provide support for the Division of Recreation and Parks in accordance with Section 258.015, F.S.

Attached please find two copies of their Articles of Incorporation. After filing and assigning a document number please forward one stamped copy of the Articles with your correspondence.

If further information is needed feel free to call Eryn Calabro at 245-2939.

Sincerely,

Mike Bullock  
Director  
Florida Park Service

MB/edc

Attachments

**ARTICLES OF INCORPORATION**  
In Compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I: NAME**

The name of the Corporation shall be: Friends of Ochlockonee Bay Area State Parks, Inc.

**ARTICLE II: PRINCIPAL OFFICE**

The principal place of business and mailing address of the Corporation shall be:

185 Moriah Creek Road, Crawfordville, Wakulla County, Florida 32327

**ARTICLE III: TERM OF EXISTENCE**

The Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE IV: PURPOSE**

The purpose of the Corporation shall be to act as a non-profit corporation as defined in Section 617.01401, F.S. (2004) and shall operate exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation will function as a citizen support organization (CSO), as defined and regulated by the Florida Department of Environmental Protection or other agency which comes to substitute it, in order to generate and employ additional resources and support of and in the best interest of Friends of Ochlockonee Bay Area State Parks through, among other events and activities, the following: special work projects, special programs, special events, outreach programs, aid other CSOs, educational activities and communications, special exhibits, interpretive programs, fund raising activities to seek additional funds to augment the parks area's existing funding in order to maintain, enhance, and expand the parks' services to the public.

**ARTICLE V: PUBLICLY SUPPORTED NOT FOR PROFIT CORPORATION**

-----No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, 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 section 501(c)(3) purposes. 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. 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.

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## **ARTICLE VI: POWERS**

Except as otherwise limited, the Corporation shall be entitled to exercise all rights and powers conferred by the laws of the State of Florida upon corporations not for profit, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate, or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein. The Corporation may do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

## **ARTICLE VII: NON-STOCK BASIS**

The Corporation is organized and shall be operated on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock or other certificates or writings evidencing an ownership or proprietary interest in the Corporation.

## **ARTICLE VIII: MEMBERSHIP**

The CSO shall have members who shall be admitted and removed from the membership of the Corporation in the manner provided in the Bylaws and who shall have all the rights and privileges of members of the Corporation. The Corporation shall provide for equal membership and employment opportunities to all regardless of race, color, religion, sex, age, disability, or natural origin.

## **ARTICLE IX: MANNER OF ELECTION**

The management of the Corporation shall be vested in a Board of Directors. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). The Members shall elect the Directors (any may be removed by the Board of Directors) at an annual meeting according to the Bylaws. The Officers of the Corporation shall consist of a President, Vice President, Secretary, Treasurer, and such other Officers and Assistant Officers as may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (any may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws.

## **ARTICLE X: INITIAL DIRECTORS AND/OR OFFICERS**

The names and street addresses of each initial Director and/or Officer of the Corporation are as follows:

Don Ashley, 153 Rio Vista Road, Sopchoppy, Florida 32358

Lesley H. Cox, 1955 Lighthouse Road, Carrabelle, Florida 32322

James N. Davies, II, 14055 Starkey Road, Ferryville, Wisconsin 54628

Kathy Houck, 141 Gertie Brown Road, Sopchoppy, Florida 32358

Max D. Purcell, 223 North Spencer Street, Rushville, Indiana 46173

#### **ARTICLE XI: INDEMNIFICATION**

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the Florida General Corporation Act and the Florida Not For Profit Corporation Act.

#### **ARTICLE XII: BYLAWS**

The Bylaws of the Corporation are to be made and adopted, not inconsistent with these Articles of Incorporation, by the Board of Directors, and may be altered, amended, or rescinded in the manner set forth in the Bylaws.

#### **ARTICLE XIII: AMENDMENT**

These Articles may be amended upon the approval of the majority of the members of the Corporation present and voting at a meeting of the membership of the Corporation called for that purpose, provided that prior notice as described in the Bylaws has been given to all members of the nature of the proposed amendment.

#### **ARTICLE XIV: INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent is:

Phyllis Hampton, 185 Moriah Creek Road, Crawfordville, Florida 32327

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#### **ARTICLE XV: INCORPORATOR**

The name and street address of the Incorporator of this Corporation is as follows:

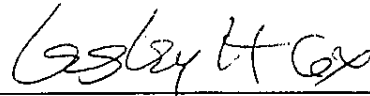
Lesley H. Cox, 1955 Lighthouse Road, Carrabelle, Florida 32322

The rights and interests of the incorporator shall automatically terminate when these Articles are filed with the Secretary of State.

## ARTICLE XVI: DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed to the Department of Environmental Protection, Division of Recreation and Parks of the State of Florida, or its successor, to be used exclusively for the purposes herein above set forth, provided that such does not impair or destroy the tax exempt status to donations, contributions, legacies, or dues received by this corporation to the extent that such tax exempt status shall be allowed under any applicable law or regulation. Notwithstanding anything to the contrary, the assets of the Corporation are hereby irrevocably dedicated to charitable use; accordingly, in the event the Department of Environmental Protection, Division of Recreation and Parks of the State of Florida, or its successors, fails to qualify to receive or otherwise fails to accept the Corporation's assets upon dissolution, the residual assets shall be turned over to one or more organizations which themselves are exempt as described in section 501(c)(3) and section 170(c)(2) of the Internal Revenue Code or corresponding sections of any prior or future law, or to a federal, state, or local government for exclusive public purpose(s).

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 5 day of March, 2007.



Lesley H. Cox

STATE OF FLORIDA

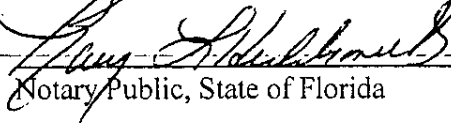
COUNTY OF ~~WAKULLA~~ FRANKLIN

Lesley H Cox

BEFORE ME personally appeared ~~Don Ashley~~, known to me and known to be the person who executed the foregoing Articles of Incorporation and who is personally known to me.

WITNESS my hand and official seal this 5<sup>th</sup> day of MARCH, 2007.

My commission expires: \_\_\_\_\_

  
Notary Public, State of Florida

**ACCEPTANCE BY REGISTERED AGENT**

**THE UNDERSIGNED HEREBY** accepts the appointment as Registered Agent of the Friends of Ochlockonee Bay Area State Parks, Inc., which is contained in the foregoing Articles of Incorporation.

DATED this 3<sup>rd</sup> day of March, 2007.

Phyllis Hampton  
Phyllis Hampton, Registered Agent