

NO7-000006077

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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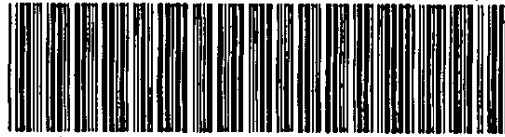
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2007 JUN 13 2007

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## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** Bagdad Waterfronts Florida Partnership, Incorporated  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Gloria J. Cook  
Name (Printed or typed)

P.O.Box 160  
Address

Bagdad, Florida 32530  
City, State & Zip

850-623-8000  
Daytime Telephone number

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TALLAHASSEE, FLORIDA

**NOTE:** Please provide the original and one copy of the articles.

# ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

## ARTICLE I NAME

The name of the corporation shall be:

Bagdad Waterfronts Florida Partnership, Incorporated

## ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7070 Oak Street  
Milton, Florida 32583

Mailing Address  
P.O.Box 801  
Bagdad, Florida 32530

## ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Said corporation is a nonprofit organization established exclusively for charitable, educational, and scientific purposes within the meaning of section 501(c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code.

## ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

Section 1. Election shall be held at the Annual Meeting.

Section 2. A majority of votes cast by those present and voting is necessary to elect.  
(see attached page)

## ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Richard Lewis -- President  
4629 Church Street  
Milton, Florida 32583

Mailing Address  
P.O.Box 11  
Bagdad, Florida 32530

## ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Elaine Willis  
6800 Old Bagdad Hwy.  
Milton, Florida 32583

## ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Gloria Cook  
7070 Oak Street  
Milton, Florida 32583

Mailing Address  
P.O.Box 160  
Bagdad, Florida 32530

\*\*\*\*\*

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Elaine A. Willis  
Signature/Registered Agent Elaine A. Willis

5-30-07  
Date

Gloria Cook  
Signature/Incorporator Gloria Cook

5-30-07  
Date

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TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

Attached page

### **Bagdad Waterfronts Florida Partnership, Incorporated**

#### **Article IV Manner of Election**

3. When there is more than one candidate for any office, the election shall be by secret ballot and person receiving a majority of the votes of those present and voting shall constitute an election.

#### **Article V Initial Directors and/or Officers**

Chris Walsh - Secretary  
5872 Henderson Drive  
Milton, Florida 32583

Mailing Addresses  
P.O.Box 551  
Bagdad, Florida 32530

Elaine Willis - Treasurer  
6600 Old Bagdad Hwy.  
Milton, Florida 32583

P.O.Box 55  
Bagdad, Florida 32530

#### **Article VIII Limitations on Activities**

No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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 provisions of the Articles, this corporation shall not carry on any 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 (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the internal Revenue Code.

#### **Article IX Prohibition Against Private Inurement**

No part of the net earnings of this corporation shall inure to the benefit of, or be distributed to its members, directors or trustees, 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 the purposes of the corporation.

#### **Article X Distribution of Assets**

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)3 of the Internal revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.