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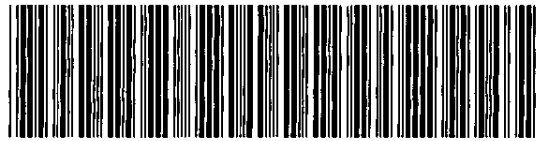
(Business Entity Name)

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TALLAHASSEE, FLORIDA

10380

VA

COVER LETTER

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

SUBJECT: Friends of the Belleview Biltmore, Inc.
(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: Amy M. Kiser, Esq
Name (Printed or typed)
Rohdert, Steele, Bale & Reynolds, P.A.
Address
535 Central Avenue
St. Petersburg FL 33701
City, State & Zip
727-823-4191
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
FRIENDS OF THE BELLEVIEW BILTMORE**

The undersigned incorporators, being all natural persons of the age of eighteen (18) years or more and a majority of whom are citizens of the United States, desiring to form a not-for-profit corporation under the not-for-profit laws of the State of Florida, Chapter 617, Florida Statutes as restated and amended, do hereby certify:

ARTICLE I. CORPORATE NAME

The name of the Corporation shall be FRIENDS OF THE BELLEVIEW BILTMORE, INC.

ARTICLE II. CORPORATE LOCATION AND MAILING ADDRESS

The place in this state where the principal office of the Corporation is to be located at is 1717 Indian Rocks Road, Belleair, FL 33756.

ARTICLE III. CORPORATE PURPOSE

3.1 Said corporation is organized exclusively for charitable and educational purposes within the meaning of section 501 (c)(3) of the Internal Revenue Service Code or the corresponding section of any future tax code. It is a not-for-profit organization empowered to accept, administer and preserve conservation facade easements. The purpose is to promote and advance historic preservation for the benefit of the public and to engage in education about history and architecture within the meaning of section 501 (c)(3) of the Internal Revenue Code.

3.2 The above organizational purposes are beneficial to the public interests in that it is organized for the advancement of education pertaining to history, architecture and historic preservation. The above organizational purposes shall be carried out, including, but not limited to, by increasing public awareness through radio, internet, and meetings; through historic tours; and fundraising activities including but not limited to, panels, discussions, lectures, forums and cultural events.

ARTICLE IV. RESTRICTIONS ON CORPORATE POWERS

The Corporation shall possess all powers granted to not-for-profit corporations under the laws of the State of Florida and shall be subject to all restrictions imposed upon such corporations, and in addition thereto, the following restrictions shall apply:

4.1 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make expenditures, payments and distributions in furtherance of the purposes set forth in Article III hereof.

4.2 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 (i) 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 (ii) 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.

4.3 Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

4.4 The corporation is not organized or operated for the benefit of private interests

4.5 All assets of Corporation will be permanently dedicated to an exempt purpose as defined under 501 (c)(3) of the Internal Revenue Service Code.

ARTICLE V. DURATION OF CORPORATE EXISTENCE

Said Corporation shall have perpetual existence.

ARTICLE VI. DISPOSITION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of sections 501(c)(3) or 170(c)(2) of the Internal Revenue Code, or the corresponding sections of any future federal tax code, or shall be distributed to the federal, state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county 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 exclusively for such purposes.

ARTICLE VII. QUALIFICATION OF MEMBERS; ADMISSION

All natural persons over the age of eighteen (18) years who are interested in furthering the purposes of the Corporation shall be eligible for membership. Qualified persons nominated by two (2) members shall be admitted upon majority vote of the members.

ARTICLE VIII. SUBSCRIBERS

The names and addresses of the original incorporator to these Articles of Incorporation is:

Rae Claire Johnson 1717 Indian Rocks Road
Belleair, FL 33756

ARTICLE IX. CORPORATE DIRECTORS

The affairs of the Corporation shall be managed by a President, Chairman of the Board, Treasurer, and Secretary who shall perform the usual functions of said offices together with such additional Directors as may be from time to time constituted and appointed by the Board of Trustees, or as may be provided in the By-Laws. The number of Directors shall be set forth in the By-Laws but shall not be less than three (3). Directors of the Corporation shall be members of the Board of Trustees and shall be elected by the Board of Trustees at the next annual meeting. Subsequent Directors shall be elected by the Board of Trustees at subsequent annual meetings of the Board of Trustees. All Directors shall continue to serve until the election of their successors.

ARTICLE X. BOARD OF TRUSTEES

Said Corporation shall be governed by a Board of Trustees. The members shall be the Board of Trustees. The Board of Trustees will elect the corporate directors as set forth in the Bylaws.

ARTICLE XI. ACCEPTANCE OF GIFTS, DEVISES AND BEQUESTS; APPLICATION THEREOF

The Directors or Trustees of the Corporation may accept on its behalf, any designated contribution, gift, or devise consistent with the general purposes of the Corporation, and where consistent with the purposes of the Corporation as set forth in designated contributions by donors, and designations will be honored as to special funds, purposes or uses. The Corporation at all times reserves all rights over, interest in and control over such contributions and the full discretion as to the ultimate expenditure or distribution of such contributions to the satisfaction of any specified fund, purpose or use. The Corporation shall, at all times, have full control over all donated funds and discretion as to their use so as to insure that all contributions will be used to carry out its charitable, religious, educational, and/or scientific purposes. In the event the Corporation shall be the beneficiary of any gift, devise or bequest, subject to the conditions subsequent with respect to the administration or alienation of said property, the Corporation shall, at all times, act in a manner consistent with such conditions and charitable, religious, educational, and/or scientific purposes to be served by such conditions. In the event any director or trustee of the Corporation acts in any manner inconsistent with conditions imposed upon the gifted property, which could impair the ability of the Corporation to continue to hold and own said property, such action is cause for removal of said director or trustee. To avoid undue intrusion on the purposes of said Corporation, should the Corporation become the owner of more

than 50% of the voting power of any business enterprise, the By-Laws shall provide a means by which said voting power shall be exercised, to the extent permitted by the laws of the State of Florida, by the persons who manage said enterprise.

ARTICLE XII. ADOPTION AND AMENDMENT OF BY-LAWS

The By-Laws of the Corporation shall be adopted by the Board of Trustees. Amendments of the By-Laws may thereafter be proposed by two-thirds (2/3) vote of the Board of Trustees at any regular or special meeting thereof, provided that notice of such meeting containing the text of the proposed By-Law amendment is furnished to each Trustee or member at least five (5) days prior to such meeting, and shall be ratified and approved by the membership.

ARTICLE XIII. AMENDMENT OF ARTICLES OF INCORPORATION

Amendments of the Articles of Incorporation shall be proposed by majority vote of the Board of Trustees at any regular or special meeting thereof, provided that notice of such meeting containing the text of the proposed By-Law amendment is furnished to each Trustee or member not less than five (5) days prior to such meeting, and shall be ratified and approved by the membership.

ARTICLE XIV. OFFICE AND RESIDENT AGENT

The Corporation shall maintain initial offices at 535 Central Avenue, St. Petersburg, Florida 33701, and the registered agent thereat shall be:

GEORGE K. RAHDERT

535 Central Avenue
St. Petersburg, Florida 33701

IN WITNESS WHEREOF, the undersigned incorporators swear that the members and Board of Trustees have voted and a sufficient number have approved and thereby adopted these Articles of Incorporation in its entirety this 5 day of OCTOBER 2008. *REJ*

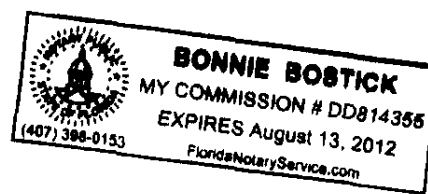
Rae Claire Johnson
Rae Claire Johnson

STATE OF FLORIDA
COUNTY OF PINELLAS

SWORN TO AND SUBSCRIBED before me this 5 November day of 2008, by Rae-Claire Johnson who () personally known to me or who () produced the following type(s) of identification: Passport USA

Bonnie Bostick
NOTARY PUBLIC

My Commission Expires:



ACCEPTANCE OF RESIDENT AGENT

GEORGE K. RAHDERT, a natural person residing in the State of Florida, hereby accepts appointment as Resident Agent of the FRIENDS OF BELLEVIEW BILTMORE, INC, and whose principal office is 535 Central Avenue, St. Petersburg, Florida 33701.



GEORGE K. RAHDERT

FILED
08 NOV 12 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA