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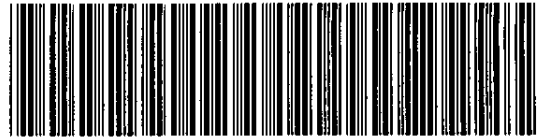
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TALLAHASSEE, FLORIDA

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T. Burch AUG 26 2009



VIA FEDERAL EXPRESS  
Airbill No.: 7968 8459 5677

August 24, 2009

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

RE:           New Not-for-Profit Corporate filing  
              THE FRIENDS OF HIGGS BEACH, INC.

To Whom It May Concern:

Enclosed herein please find the original Articles of Incorporation of THE FRIENDS OF HIGGS BEACH, INC., along with check number 1843 from Richard M. Klitenick in the amount of SEVENTY & 00/100<sup>ths</sup> DOLLARS (\$70.00) to cover filing fees and registered agent designation.

Should the same meet with the Department's approval, please file the Articles of record as soon as possible.

Sincerely,

Richard M. Klitenick  
/RMK  
Enclosure as stated

c:       Directorate

ARTICLES OF INCORPORATION  
OF  
THE FRIENDS OF HIGGS BEACH, INC.

The undersigned, for the purposes of forming a not for profit corporation under Chapter 617, Florida Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is THE FRIENDS OF HIGGS BEACH, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is:

201 Front Street  
Suite 101  
Key West, Florida 33040

ARTICLE III: PURPOSE

The specific nature of business for this corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, specifically as follows:

*The Mission of the Friends of Higgs Beach is to revitalize and maintain Clarence Higgs Beach Park to ensure that it is a safe, welcoming civic recreational environment for all. This goal would be accomplished through:*

- 1. Creation of a master plan and directing its implementation in partnership with Monroe County and the City of Key West.*
- 2. Spearheading all funding efforts for the revitalization of the beach and park;*
- 3. Creation of a revenue stream in partnership with local governments to financially support long-term upkeep, improvement and accessibility of the park, including adjacent neighborhoods and near-shore waters; and,*
- 4. Ensuring that all park related projects and uses are consonant with the character of Key West and the surrounding neighborhood.*

All of the above is in Monroe County, Florida and, assisting in the organizational implementation of the above-referenced services and/or programs, which are endemically and culturally relevant to the community of Key West and Monroe County; among other things.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on

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behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

#### ARTICLE IV: QUALIFICATION

The qualifications for members and the manner of their admission are stated in the bylaws of the corporation.

#### ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The initial registered office and agent of the corporation is:

c/o Michael Behmke  
201 Front Street  
Suite 101  
Key West, Florida 33040

#### ARTICLE VI: INITIAL BOARD OF DIRECTORS

The number of persons constituting the Board of Directors of the corporation shall be at least three (3) and not greater than eleven (11). The manner in which the directors are elected is stated in the corporate by laws. The name and address of each person who is to serve as officers and the initial Board of Directors are:

CHAIR & Director

Michael Behmke  
920 Johnson Street  
Key West, FL 33040

Director

W. Sam Holland, Jr.  
1018 17<sup>th</sup> Terrace  
Key West, FL 33040

VICE-CHAIR & Director

Maggie Gutierrez  
1523 Flagler Ave  
Key West, FL 33040

Director

Richard M. Klitenick  
1009 Simonton Street  
Key West, FL 33040

TREASURER & Director

Roger McVeigh  
627 Simonton Street  
Key West, FL 33040

SECRETARY & Director

Eric Holowacz  
607 Ashe Street  
Key West, FL 33040

#### ARTICLE VI: NON-STOCK BASIS

The corporation is organized under a non-stock basis.

ARTICLE VIII: DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of organization 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 IX: INCORPORATOR

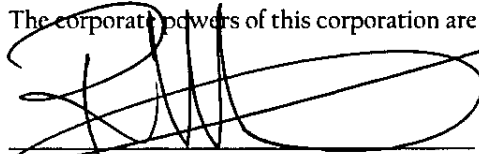
The name and address of the original incorporator of these Articles of Incorporation is Richard M. Klitenick, Esq., 1009 Simonton Street, Key West, FL 33040.

ARTICLE X: AMENDMENTS

The corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendments(s) thereto.

ARTICLE XI: CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes.



Richard M. Klitenick, Incorporator

Dated this 21<sup>st</sup> day of August, 2009

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE ARTICLES, 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.



MICHAEL BEHMKE

August 21, 2009