

NO9000009835

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(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

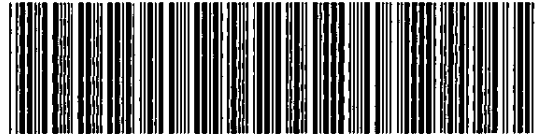
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 OCT - 8 P 2:22

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W09-43471

## COVER LETTER

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

SUBJECT: Urban Green Fields, 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:

PEG WESSELINK  
Name (Printed or typed)

3012 S/st S  
Address

GULFPORT FL 33707  
City, State & Zip

727 385 9346  
Daytime Telephone number

pegscantina@gmail.com

E-mail address: (to be used for future annual report notification)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 OCT - 8 P. 222

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 29, 2009

PEG WESSELINK  
3012 51ST STREET S  
GULFPORT, FL 33707

SUBJECT: URBAN GREEN FIELDS INCORPORATED  
Ref. Number: W09000043471

We have received your document for URBAN GREEN FIELDS INCORPORATED and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

An effective date may be added to the Articles of Incorporation if a 2010 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight  
Regulatory Specialist II  
New Filing Section

Letter Number: 509A00031679

Articles of Incorporation  
In compliance with Chapter 617, F.F., (Not for Profit)

Article I      Name  
Urban Green Fields Incorporated

Article II      Principal Office  
3012 51<sup>st</sup> Street South  
Gulfport, Florida 33707

Article III      Purpose

The primary purpose of Urban Green Fields Incorporated is exclusively religious, charitable, scientific, literary, or educational within the meaning of Section 501(c)(3) of Internal Revenue Code of 1986 or such other provision of state or federal law as may from time to time be applicable. The specific purpose is to sustain, preserve, restore, or create environmental integrity in urban areas.

Urban Green Fields Incorporated advances its primary purpose in three ways: First, by identifying properties with negative impacts and/or a need for active stewardship. Second, by acquiring properties on which structures should be demolished, natural habitat maintained, gardens promoted, or green housing established. Third, by supporting educational and revitalization efforts in communities on the above projects, giving special consideration to youth (12-17 years of age) including, but not exclusively, in restorative justice programs.

Article IV      Manner of election, removal, and compensation of directors.

The business and charitable affairs of the corporation will be managed under the direction of a board of directors comprising not fewer than three persons and not more than fifteen, as determined by the board.

Directors shall be elected by the affirmative vote of the majority of the directors present at a duly held meeting of the board, except that no director shall vote for her/his own election, and shall serve for a term of three years each, but shall be so elected that approximately one-third are elected each year. A director may serve as many terms as elected. (The incorporators named in the articles of incorporation, will serve as the initial directors, who elect additional beginning directors.) Should a director die, resign, or be removed, the board may elect a director to serve the duration of the unexpired term.

Directors may be removed from office, with or without cause, by an affirmative vote of all other directors present at a duly called meeting, provided that not less than five days' and not more than thirty days' notice of such meeting, stating that removal of such director is to be on the agenda, shall be given to each director.

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SECRETARY OF STATE

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to the its members, 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 set forth in Article Three hereof. The property of this corporation is irrevocably dedicated to Urban Green Fields 501(c)(3) exempt purposes(s) and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

#### Article V Political and Legislative Activity.

No substantial part of the activities of Urban Green Fields Incorporated 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, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are in furtherance of the purposes set forth in Article Three hereof.

#### Article VI Duration and Dissolution

Urban Green Fields Incorporated shall continue in perpetuity, however, if dissolution of Urban Green Fields Incorporated is necessary, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. And 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 Initial Directors/Trustees

Kristina Kirk  
5826 27th Avenue South  
Gulfport, Florida 33707

Anthony L. Dodson PhD  
3012 51<sup>st</sup> Street South  
Gulfport, Florida 33707  
Title

Peggy J. Wesselink PhD  
3012 51<sup>st</sup> Street South  
Gulfport, Florida 33707

Article VIII Initial Registered Agent and Street Address

Peggy J. Wesselink  
3012 51<sup>st</sup> Street South  
Gulfport, Florida 33707

Article IX Incorporator

Peggy J Wesselink  
3012 51<sup>st</sup> Street South  
Gulfport, Florida 33707

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



Signature/Registered Agent

6 October 2009  
Date



Signature/Incorporator

6 October 2009  
Date

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TALLAHASSEE, FLORIDA