

N09000011552

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☒ WAIT

☐ MAIL

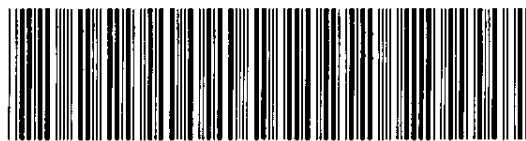
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300162607283

12/04/09--01003--001 **78.75

MPD
12/3

RECEIVED
09 DEC -3 PM 2:32
FILED
09 DEC -3 PM 2:47
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

*Effective
January 1, 2019*

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

SUBJECT: RiverWay South - Apalachicola, 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: Andy Smith
Name (Printed or typed)

PO Box 8
Address

Apalachicola, Florida 32329
City, State & Zip

850-653-5183
Daytime Telephone number

andy@apalachicolariverkeeper.org
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION
OF
RIVERWAY SOUTH - APALACHICOLA, INC.
A Florida Not For Profit Corporation

FILED
09 DEC -3 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is RiverWay South - Apalachicola, Inc.

ARTICLE II

The street address of the initial principal office and mailing address of the corporation is 20776 Central Avenue East, Blountstown, Florida 32424.

ARTICLE III

The corporation is organized and operated exclusively for charitable, scientific, and/or educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, 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. The corporation shall not engage, other than an insubstantial part of its activities, in activities that do not further these charitable, scientific, and/or educational purposes.

The specific purpose of the corporation is to maintain a public/private partnership that encourages sustainable economic development through the preservation and promotion of the natural, cultural and historical resources of the Apalachicola River riparian counties and the counties adjoining them in Florida.

ARTICLE IV

The method of election or appointment of directors of the corporation shall be as stated in the bylaws.

ARTICLE V

The number of initial directors is five (5). The number and terms of service of the directors may be established or modified as provided in the bylaws of the corporation. The names and addresses of the initial directors are:

Bruce Ballister
20776 Central Avenue East
Blountstown, Florida 32424

Anne Glick
620 South Meridian Street
Tallahassee, Florida 32399

Homer Hirt
PO Box 506
Sneads, Florida 32460

Andy Smith
PO Box 8
Apalachicola, Florida 32329

Betty Webb
1 Bay Avenue
Apalachicola, Florida 32320

ARTICLE VI

The name and address of the initial registered agent of the corporation is:

Andy Smith
PO Box 8 232 B Water Street
Apalachicola, Florida 32320
O

ARTICLE VII

The names and addresses of the corporation's initial incorporators are:

Andy Smith
PO Box 8
Apalachicola, Florida 32329

Anne Glick
620 South Meridian Street
Tallahassee, Florida 32399

ARTICLE VIII

The corporation may have voting members, and such membership, if any, and classes, shall be as defined in the corporation's bylaws. The management and affairs of the corporation shall be at all times under the direction and/or oversight of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's bylaws. No member or Director shall have any right, title, or interest in or to any property of the corporation.

ARTICLE IX

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to 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 its purpose.

No substantial part of the activities of the corporation shall be 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 statement) any political campaign on behalf of any candidate for public office. Furthermore, the corporation shall not attempt to influence legislation unless such action is approved by the Wildlife Foundation of Florida, Inc. The corporation shall not carry on any other activities not permitted to be carried on by: (a) 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) 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.

Upon dissolution of the corporation, 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 so disposed shall be disposed of by the Circuit Court 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.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, of 1986, as now enacted or hereafter amended.

ARTICLE X

The duration of the corporation is perpetual. The date and time of commencement of the corporate existence is the time of filing of the Articles of Incorporation with the Division of Corporations of the Florida Department of State.


ARTICLE XI

The corporation shall indemnify any director, officer, or any former director or officer to the full extent permitted by law.

ARTICLE XII

The corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation by a majority vote of all members voting in a duly noticed election to amend the Articles of Incorporation. Upon such approval, such amendment shall be filed with the Division of Corporations of the Florida Department of State.

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.



Andy Smith, Registered Agent

12-3-09
Date



Anne Glick, Incorporator

12-3-09
Date

FILED
09 DEC -3 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA