

N12 0000004772

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

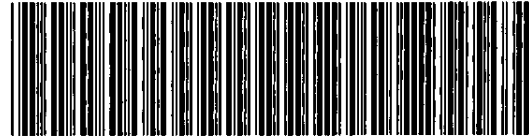
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

N/C
Pursuant to
617.0122

Office Use Only



000227477780

22
5/11

FILED

2012 MAY 11 P 1:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

12 MAY 11 PM 1:10

DIVISION OF CORPORATIONS



Florida Department of Environmental Protection

Marjory Stoneman Douglas Building
3900 Commonwealth Boulevard
Tallahassee, Florida 32399-3000

Rick Scott
Governor

Jennifer Carroll
Lt. Governor

Herschel T. Vinyard, Jr.
Secretary

April 30, 2011

Mr. Sean Toner
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: Request to Incorporate as a Not For Profit Corporation

Dear Mr. Toner:

This letter is to certify that Friends of Gamble Rogers State Park, Inc. is authorized to serve as a citizen support organization to provide support for the Division of Recreation and Parks in accordance with Section 258.015, F.S. They are requesting to incorporate as a Not For Profit corporation.

Enclosed are the cover letter and Articles of Incorporation. Pursuant to Section 617.0122, F.S., this filing is exempt from any fees when certified by this department.

Please call Christine Small at (850) 245-2939 if additional information is needed.

Sincerely,

Donald V. Forgione
Director
Florida Park Service

DF/kd

Enclosure

FILED
2012 MAY 11 P 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: Friends of Gamble Rogers State Park, 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: Dennis K. Bayer , Esq.
Name (Printed or typed)

109 S. 6th Street # 200
Address

Flagler Beach, FL 32136
City, State & Zip

386-439-2332
Daytime Telephone number

Denbayer@aol.com
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
FRIENDS OF GAMBLE ROGERS STATE PARK
(a corporation not for profit)**

FILED
2012 MAY 11 P 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned with other persons being desirous of forming a corporation for charitable and educational purposes under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

**ARTICLE I
Corporate Name**

The name of the Corporation is: Friends of Gamble Rogers State Park, Inc.

**ARTICLE II
Purposes**

This Corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501 (C)(3) of the Internal Revenue Code. Specifically, this not-for-profit corporation is organized to function as a citizen support organization for a certain Florida State Park known as North Peninsula State Park and Gamble Rogers Memorial State Recreation Area and any and all entities, properties, and areas which now or in the future are managed by or in conjunction with North Peninsula State Park and Gamble Rogers Memorial State Recreation Area in order to generate and create additional resources and support for, and in the best interest of, the Parks through events and activities, including but not necessarily limited to the

following: to develop and maintain membership support, to conduct park-related programs and activities, interpret and promote the Park through community outreach; assist with special work projects, special programs, special events, educational activities and communications, special exhibits, interpretive programs, fund raising activities and events, request and receive grants/gifts or contributions, guided tours, and additional activities or events which are designed to meet the needs of the Parks.

ARTICLE III

Duration

This Corporation shall exist perpetually from and after the date on which these Articles are filed with the Department of State, unless sooner dissolved voluntarily or by law.

ARTICLE IV

Management of Corporate Affairs

The powers of this Corporation shall be exercised, its properties controlled, and it's affairs conducted by a Board of Directors. The Board of Directors shall be elected as set forth in the By-Laws of the Corporation.

The maximum number of directors of this Corporation shall be seven (7), provided however, that such number may be changed by a majority vote of the Board of Directors present and entitled to vote at a meeting, and further provided that there

shall be not less than three (3) directors. The directors shall hold office until the first annual meeting, at which time new directors will be elected.

ARTICLE V
Registered Agent and Office

The street address of the initial registered office is Friends of Gamble Rogers State Park c/o Dennis Bayer at 109 S. 6th St. # 200, Flagler Beach, FL 32136 and the name of the initial registered agent at such address is: Dennis K. Bayer, Esq.

ARTICLE VI
Membership

The Board of Directors of the Corporation shall have the power to admit members to the Corporation in such a manner, subject to such qualifications, and upon such terms and conditions as may be provided from time to time in the By-Laws of the Corporation.

ARTICLE VII
Amendment of the By-Laws

By-Laws of the Corporation may be made, altered, rescinded or added to by a majority vote of the membership present and entitled to vote thereon at any duly called general membership meeting of the Corporation upon twenty-one (21) days notice of the proposed amendments.

ARTICLE VIII

Amendment of the Articles of Incorporation

Amendments to these Articles of Incorporation may be made by a majority vote of the membership present and entitled to vote at any duly called general membership meeting of the Corporation upon twenty-one (21) days notice of the proposed amendments.

ARTICLE IX Dedication of Assets

The property of this corporation is irrevocably dedicated to educational and charitable purposes as set forth above, and no part of this 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 X Earnings and Activities of the Corporation

(a) 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 Article II hereof.

(b) 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 any candidate for public office.

(c) Notwithstanding any other provision of these articles, Friends of Gamble Rogers State Park, shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by an organization, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(d) 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 purpose of this Corporation.

ARTICLE XII

Dissolution

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment for all of the liabilities of the corporation, dispose of all the assets of the corporation, exclusively for the purpose of the corporation in

such manner, or to such organizations operated exclusively for charitable purposes, as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code, as amended (or the corresponding revision of any future United State Internal Revenue Law), or to federal, state or local governments for a public purpose, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

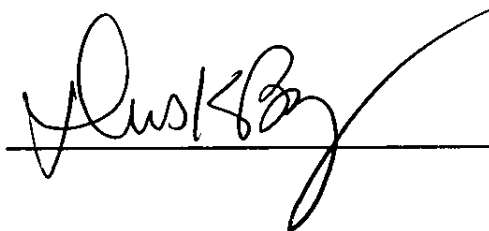
ARTICLE XIII

Name and Address of Undersigned Incorporator

The name and address of the undersigned Incorporator is:

Dennis K. Bayer
Registered Agent
Friends of Gamble Rogers State Park
109 S. 6th St. # 200, Flagler Beach, FL 32136

The undersigned incorporator has executed these Articles of Incorporation this 20 day of April, 2012.



Dennis K. Bayer

STATE OF FLORIDA
COUNTY OF FLAGLER

The foregoing instrument was acknowledged before me this 20th day of
April, 2012, by Dennis K Bayer, who is personally
known to me or has produced _____ as identification.

NOTARY PUBLIC

Sign: Susan Kates

Print: SUSAN KATES

State of Florida at Large
(Seal)

My Commission Expires:

NOTARY PUBLIC-STATE OF FLORIDA
Susan Kates
Commission #DD865092
Expires: MAR. 26, 2013
BONDED THRU ATLANTIC BONDING CO., INC.

FILED
2012 MAY 11 P 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA