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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers AUG 21 2012

COVER LETTER

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

SUBJECT: Tropical Fruit Society of Sarasota, 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: Will Wright
Name (Printed or typed)

4669 Tusculum Dr
Address

Sarasota, FL 34241
City, State & Zip

941 321 5001
Daytime Telephone number

ancientdiver@verizon.net

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
Tropical Fruit Society of Sarasota, Inc.**

Article I: Name

The name of the Corporation shall be the Tropical Fruit Society of Sarasota, Inc.

Article II: Place of Business and Mailing Address

The principal place of business is the Selby Botanical Gardens, 813 South Palm Avenue, Sarasota, Florida, 34236, located in the City of Sarasota, in Sarasota County. The mailing address for all correspondence is: PO Box 536, Nokomis, Florida, 34274-0536.

Article III: Purpose

The Tropical Fruit Society of Sarasota is organized exclusively for charitable, educational, and scientific purposes associated with the propagation, cultivation, selection, improvement or enhancement of superior cultivars of tropical fruits, and the distribution of tropical fruit trees and the associated knowledge necessary for their successful cultivation and harvest, for the benefit of all mankind. Such activities may also include making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article IV: Manner of Election

Officers will be elected annually for open positions as necessary by simple majority vote of the members at the November monthly meeting. Officers will consist of: Chairman, Vice-Chairman; Secretary, Treasurer. Except for Treasurer, officers will be elected for one year terms and may serve for two consecutive terms. Treasurer will be elected for a two year term and may serve two consecutive terms, not more than four years. No officer may serve for more than two consecutive terms in one position. At no time will there be less than three officers. Officer vacancy positions will be filled by appointment made by the remaining officers by a simple majority vote from the remaining officers. A quorum will not be necessary to make such appointments nor will three officers be necessary if there are less than three officers remaining on the board, as specified in Florida Statutes Chapter 617.

Article V: Initial Officers

The initial officers until the next schedule election are:

President:	Gary Patton, 400 River Blvd. S, Nokomis, FL 34275
Vice-President	Will Wright, 4669 Tuscan Drive, Sarasota, FL 34241
Treasurer	Lucie Przybylowicz, 1090 Snead Ave, Sarasota, FL 34237
Secretary	Kim D. Giaccardo, 3745 Breezemont Dr, Sarasota, FL 34232

Article VI: Registered Agent

The name and Florida street address of the initial Registered Agent is Lucie Przybylowicz, 1090 Snead Ave, Sarasota, FL 34237.

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TALLAHASSEE, FLORIDA

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**Articles of Incorporation
Tropical Fruit Society of Sarasota, Inc.**

Article VII: Incorporator

The name and address of the Incorporator is Will Wright, 4669 Tuscana Drive, Sarasota, FL 34241.

Article VIII: Acknowledgement of Limitations for Not for Profit Corporations

The undersigned, all of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify: 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 or reimbursement of out of pocket expenses made by an officer for the direct benefit of the corporation, and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. 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 (a) 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 (b) 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.

Article IX: Dissolution

Upon the 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 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. 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 X: Laws of Florida Prevail

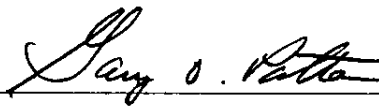
During the day-to-day operation of the board of directors (officers) and general membership of the corporation, should situations arise that are not quite clear with respect to these articles or the corporation bylaws, or for situations involving dispute or conflict that are not specifically addressed in these Articles or in the By-Laws, Florida Statutes Title XXXVI, Chapter 617, Corporations Not for Profit, will prevail in all instances.

Officer Signatures

In witness whereof, we have hereunto subscribed our names this 10th day of July, 2012,

Chairman:

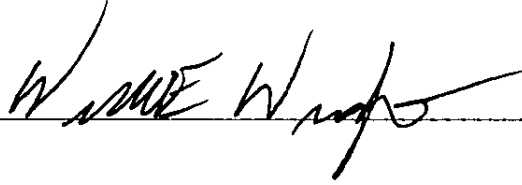
Gary Patton



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Tropical Fruit Society of Sarasota, Inc.

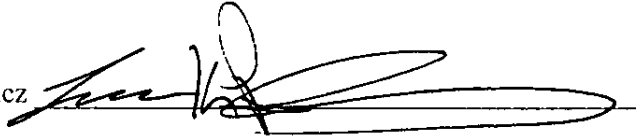
Vice-Chairman:

Will Wright



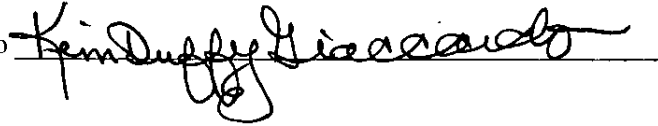
Treasurer:

Lucie Przybylowicz



Secretary:

Kim D. Giaccardo



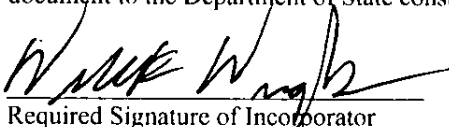
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Required Signature of Registered Agent

Date

8/15/12

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.


Required Signature of Incorporator

Date

8-15-12

William E. Wright

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