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#### **COVER LETTER**

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

SUBJECT: Panhandle Watershed Alliance, 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

Pensacola, FL 32503
City, State & Zip

850-384-6696

Daytime Telephone number

Panhandlewatershed@gmail.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

FILED SECRETARY OF STATES DIVISION OF CORPORATIONS

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### PANHANDLE WATERSHED ALLIANCE, INC.

In compliance with Chapter 617, F.S., (Not for Profit)

#### ARTICLE I: NAME

The name of the Corporation shall be: Panhandle Watershed Alliance, Inc.

#### ARTICLE II: PRINCIPAL OFFICE (STREET AND MAILING ADDRESS)

Panhandle Watershed Alliance, Inc. 1203 North 16<sup>th</sup> Ave. Pensacola, FL 32503

#### **ARTICLE III: PURPOSE**

The purpose for which the Corporation is organized is exclusively for charitable, scientific, testing for public safety, and educational 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 the corresponding section of any future federal tax code. More particularly....

- Serve as a networking organization among: citizen-based water quality monitoring groups; agencies charged with water quality protection, restoration and enforcement; academia; and other concern citizens;
- Establish additional water quality teams;
- Develop a holistic and regional water quality approach for the Florida panhandle watersheds;
- Be the clearinghouse for regional water quality data;
- Provide water quality status, trends and gaps; and
- Assist with identifying and prioritizing threats to the ecosystem.

The Corporation will accomplish this through science-based approaches, education and outreach for the communities within the five watersheds. Notwithstanding anything herein to the contrary, the purposes of this Corporation are limited exclusively to exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

#### **ARTICLE IV: MANNER OF ELECTION**

The manner in which the Board of Directors are elected is stated in the bylaws.

#### ARTICLE V: INITIAL OFFICERS AND/OR DIRECTORS

These positions will be listed on the Corporation's first Annual Report in January 2014.

#### **ARTICLE VI: MEMBERSHIP**

This Corporation has no members.

#### **ARTICLE VII: TERM OF EXISTENCE**

The Corporation shall exist perpetually unless it is otherwise terminated.

#### ARTICLE VIII: ASSETS UPON DISSOLUTION

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, scientific, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### **ARTICLE IX: BY-LAWS**

The by-laws of the Corporation shall be made, altered, or amended by a two-thirds vote of the entire Board of Directors present and voting at any regular or special meeting.

#### ARTICLE X: AMENDMENTS

Amendments to these Articles of Incorporation may be adopted by a two-thirds vote of the entire Board of Directors present and voting at any regular or special meeting.

#### **ARTICLE XI: LIMITATIONS**

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 III 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, this 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 XII: POWERS

This Corporation shall have the right, powers, and privileges accorded to a corporation not-for-profit under the Chapter 617 of the Florida Statutes and under other laws of the State of Florida.

#### **ARTICLE XIII: REGISTERED AGENT**

The name and Florida Street address of the registered agent is:

Name:

Barbara Albrecht

Address:

1203 North 16th Ave.

Pensacola, FL 32503

#### ARTICLE XIV: INCORPORATOR

The name and address of the Incorporator is:

Name:

**Iennifer Bachant Brown** 

Address:

6204 Foxhound Lane

Milton, FL 32570

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

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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 Date

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