

(Requestor's Name)

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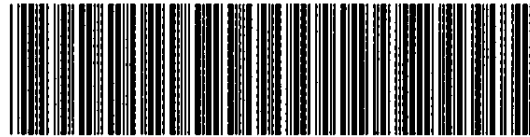
(Business Entity Name)

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SECRETARY OF STATE
DIVISION OF CONSULAR AFFAIRS
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12-1873

Gay and Gordon Attorneys, P.A.

699 First Avenue North
P.O. Box 265
St. Petersburg, Florida 33731

William W. Gay (1919-1993)
Seymour A. Gordon

TELEPHONE:
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December 13, 2013

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Old Southeast Community Garden, Inc., *A NOT FOR PROFIT CORPORATION*

Gentlemen:


I have enclosed an original and one copy of the Articles of Incorporation for Old Southeast Community Garden, Inc. *A NOT FOR PROFIT CORPORATION.*

My check for \$78.75 is enclosed and represents the following:

Filing Fee	\$70.00
Certified Copy	<u>8.75</u>
Total	\$78.75

If you need anything additional, please advise.

Very truly yours,



Seymour A. Gordon

SAG/cv
encls.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 DEC 17 AM 10:56

ARTICLES OF INCORPORATION
OF
OLD SOUTHEAST COMMUNITY GARDEN, INC.
A not- for- profit corporation

The undersigned person, acting as incorporator of a corporation not-for-profit under the Florida not-for-profit corporation act, as set forth in Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I
Name

The name of this corporation is OLD SOUTHEAST COMMUNITY GARDEN, INC.

ARTICLE II
Initial Principal Office

The street address of the initial principal office of the corporation shall be 1 Beach Drive SE, #2314, St. Petersburg, FL 33701.

ARTICLE III
Objects and Purposes

The corporation is organized exclusively for charitable, educational, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as it now exists or as amended (the "Code), more specifically:

- A. To operate a Community Garden to grow vegetables or flowers for the community, to preserve green space and to create opportunities for recreation.
- B. To purchase or sell, hypothecate, mortgage and lease such real and personal property as may be necessary for the purpose of the Corporation, and to execute deeds, contracts, agreements and obligations, the purposes whereof are consonant with the

laws of the State of Florida under which this Corporation is formed, and to accept and execute any trust; the purpose whereof is lawful and to do each and everything necessary, suitable or proper for the accomplishment of any of the purposes herein enumerated, or which may at any time appear conducive or expedient for the benefit or protection of the corporation.

- C. Said corporation is organized exclusively for charitable, religious, educational, and scientific 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 corresponding section of any future federal tax code.
- D. 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 the purpose clause 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 any candidate for public office. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, 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 corresponding section of any future federal tax code.
- E. 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 corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for the public purpose. Any such assets not 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 the purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV

Membership

The members of the corporation shall be those persons who subscribe to the rules,

regulations, usages and usages of this corporation.

ARTICLE V
Term of Existence

This corporation shall have perpetual existence.

ARTICLE VI
Names and Addresses of Incorporator

The names and address of the incorporator to these Articles of Incorporation is:

Name	Address
Aila Erman	1 Beach Drive SE #2314 St. Petersburg, FL 33701

ARTICLE VII
Initial Directors of the Corporation

Name	Address
Aila Erman	1 Beach Drive SE #2314 St. Petersburg, FL 33701
Craig B. Cutson	125 - 17 th Avenue NE St. Petersburg, FL 33701
Jaana E. Cutson	30 Hutst Road Amherst, MA 01002

ARTICLE VIII
Bylaws

The members of the Corporation shall have the right to make and adopt such Bylaws as they shall deem proper and advisable, and they may be amended, altered or repealed by the members in

accordance with the provision in the corporate Bylaws, as adopted.

ARTICLE IX
Amendments to Articles of Incorporation

The Articles of Incorporation may be amended, altered, changed or repealed in the manner now or hereafter prescribed by the Statutes of the State of Florida, and in accordance with the Bylaws of the Corporation, and all rights conferred upon officers, directors and members herein granted are subject to this reservation.

ARTICLE X
General Provisions

This corporation shall have all the powers and rights conferred upon it by Statute, including but not limited to, the following: to receive, take, hold, lease, buy, sell, mortgage and convey real estate and personal property; to enter into, make and perform contracts of every kind; and to make, accept, endorse, and issue promissory notes, and other negotiable or transferable instruments and evidences of indebtedness, whether secured by mortgage or otherwise, and as permitted by the Bylaws of the corporation.

ARTICLE XI
Registered Agent and Registered Office

The initial registered agent and registered office of the corporation shall be as follows:

Registered Agent: Aila Erman

Registered Office: 1 Beach Drive SE, #2314, St. Petersburg, FL 33701

ARTICLE XII
Initial Officers and Directors

The initial officers and directors of the corporation shall be:

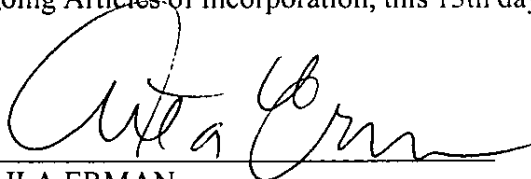
Name	Address
Aila Erman, President and Director	1 Beach Drive SE #2314 St. Petersburg, FL 33701
Craig B. Cutson, Vice President and Director	125 - 17 th Avenue NE St. Petersburg, FL 33701
Jaana E. Cutson, Secretary and Director	30 Hutst Road Amherst, MA 01002

ARTICLE XIII
Property Dedicated to Non-Profit Purposes

The property of this corporation is irrevocably dedicated to charitable and non-profit purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, trustee, officer or member thereof, or to the benefit of any private individual, but the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes. The corporation is being formed to operate exclusively to operate a Community Garden to grow vegetables or flowers for the community, to preserve green space and to create opportunities for recreation as will qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code as it now exists or may be amended or corresponding provisions of any subsequent Federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax exempt organizations under that Code.

IN WITNESS WHEREOF, we have hereunto set our hands and seals and acknowledged to

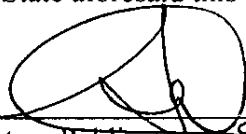
be filed in the office of the Secretary of State the foregoing Articles of Incorporation, this 13th day of December, 2013.


AILA ERMAN

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, the undersigned authority, authorized to administer oaths and take acknowledgments, personally appeared AILA ERMAN, to me well known to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she signed the same for the uses and purposes stated therein. Said individual ☒ is personally known to me, or ☐ produced the following identification: _____.

WITNESS my hand and seal in the County and State aforesaid this 13th day of December, 2013.



Notary Public Seymour A. Gordon
My comm. expires: 8/17/2017



SEYMOUR A. GORDON
MY COMMISSION # FF 042942
EXPIRES: August 17, 2017
Bonded Thru Budget Notary Services

ACCEPTANCE OF REGISTERED AGENT

I, AILA ERMAN, 1 Beach Drive SE, #2314, St. Petersburg, Pinellas County, Florida 33701, hereby agree to serve as the Registered Agent for OLD SOUTHEAST COMMUNITY GARDEN, INC., a Florida not-for-profit corporation.


AILA ERMAN

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, a notary public, personally appeared AILA

ERMAN ☒ who is personally known to me, or ☐ who produced a Florida driver's license or _____, to me well known to be the person described in and who executed the foregoing Acceptance of Registered Agent and he acknowledged executing the same for the purposes expressed therein.

WITNESS my hand and seal this 13th day of December 2013.

Notary Public Seymour A. Gordon
My comm. expires: 8/17/2017



SEYMOUR A. GORDON
MY COMMISSION # FF 042942
EXPIRES: August 17, 2017
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