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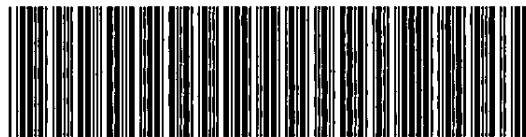
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

π 04/01/14

## COVER LETTER

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

**SUBJECT:** GREEN DESTINATION ORLANDO, 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:** DINA BELON  
\_\_\_\_\_  
Name (Printed or typed)

7 INDIAN RIVER AVENUE, # 502  
\_\_\_\_\_

Address

TITUSVILLE, FLORIDA 32796  
\_\_\_\_\_

City, State & Zip

407-616-9001  
\_\_\_\_\_

Daytime Telephone number

MIKE@SDDS.BIZ  
\_\_\_\_\_

E-mail address: (to be used for future annual report notification)

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

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

**ARTICLE I NAME** GREEN DESTINATION ORLANDO, INC.

The name of the corporation shall be:

**ARTICLE II PRINCIPAL OFFICE**

Principal street address:  
1030 N. ORANGE AVENUE

SUITE 102

ORLANDO, FLORIDA 32801

Mailing address, if different is:  
7 INDIAN RIVER AVENUE

# 502

TITUSVILLE, FLORIDA 32796

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

To provide Sustainability Education for individuals and businesses .

To promote Scholarship and the Education of INDIVIDUALS interested in the Sustainable Hospitality Industry and related fields.

Provide a process to improve sustainability performance for hospitality businesses.

To help establish Orlando as a nationally recognized Green Destination

to event planners, business travelers, tourists, and hospitality related businesses.

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed:

See Article 5 of attached Corporate By-Laws.

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: Dina Belon, President

Address: 7 Indian Rive Avenue  
# 502

Tituaville, Florida 32796

Name and Title: Abby Gulden, VP /Treasurer

Address: 781 Antonette Avenue  
Winter Park, Florida 32789

Name and Title: DeeDee Baggitt, Dir. Membershi

Address: 99939 Universal Blvd.  
Orlando, Florida 32819

Name and Title: Jane Gregory, VP of PA

Address: 800 Mercy Drive  
Suite 4

Orlando, Florida 32808

Name and Title: Jeff Benavides, VP Secretary

Address: 6277 Sea Harbor Drive  
Orlando, Florida 32819

Name and Title: Alexa Stone, Dir. Events

Address: 530 E. Central Blvd., 1004  
Orlando, Florida 32801

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TALLAHASSEE, FLORIDA

Name and Title: Brittany Dytrych, Dir. Programs

Address: 6641 Banner Lake Drive

# 9206

Orlando, Florida 32821

Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_

Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Michael Sayre

Address: 7 Indian River Avenue, # 502

Titusville, Florida 32796

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: Dina Belon

Address: 7 Indina River Avenue, # 502

Titusville, Florida 32796

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TALLAHASSEE, FLORIDA

*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

3-26-14  
Date

*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

3-26-14  
Date

4.2.9 Action Without Meeting. Any action required or permitted to be taken by the Board of Directors may be taken without a meeting, if all members of the Board, individually or collectively, consent in writing to that action. Such action by written consent shall have the same force and effect as a unanimous vote of the Board of Directors. Such written consent or consents shall be filed with the minutes of the proceedings of the Board.

4.2.10 Electronic Communication Any meeting may be held with one or more Directors participating by conference/speaker telephone or similar electronic equipment so long as the following conditions are met, and all such Directors shall be deemed as present at such meeting: a. All Directors participating in the meeting can communicate with one another concurrently. b. Each Director can participate in all matters before the Board. c. The Board has implemented some means of verifying that the person or persons participating electronically and all of their participation was in fact that Director and not some other person.

## ARTICLE 5: ELECTIONS

### 5.1 NUMBER AND QUALIFICATION OF DIRECTORS OF THE BOARD

5.1.1 The authorized number of GDO Directors shall be as set by resolution of the GDO Board but not less than four (4) or more than fourteen (14).

5.1.2 Except in the case of a newly formed GDO, no one may serve as a GDO Director unless they are and have been for at least one year a voting member in good standing of the corporation.

5.1.3 To be eligible to hold the office of President a member must have served not less than two (2) years as a member of the GDO Board of Directors, including one (1) year immediately preceding election. To be eligible to hold the position of Vice President/Administration, a member must have served not less than one (1) year as a member of the GDO Board of Directors. To be eligible for election to the office of Vice President/Development, a member must have served not less than one (1) years as a member of the GDO Board of Directors. Newly formed GDOs are exempt from this provision.

5.1.4 A GDO Director shall serve for a term of one (1) year and until their successor shall have been elected and shall qualify. No Director will serve in any position for longer than two consecutive terms.

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TALLAHASSEE BOARD

5.1.5 No person shall serve on a GDO board more than 10 terms, a term being one (1) year.

5.1.6 In cases where a board position has not been filled through the normal election procedures as specified in the Board may appoint a Director who would otherwise not be eligible for said position.

## 5.2 ELECTION OF DIRECTORS

5.2.1 By August of each year, the Board shall appoint a Nominating Committee to select candidates. The GDO Directors shall be elected at large and the officers chosen by the GDO Board from among its members.

5.2.2 The Nominating Committee shall select and present a minimum of one (1) candidate for each elective office at the September general meeting. The membership may, at the September meeting, present additional nominees from the floor. These nominations must be qualified by the Nominating Committee before inclusion on the ballot. "Write-in" candidates will not be considered.

5.2.3 Written ballots containing the names (and positions as applicable) of all persons nominated shall be emailed to all eligible voting members of the GDO of the third week of September and, to be counted, the ballot must be actually received by the first week of October. Should major outside circumstances make meeting either of these dates very difficult generally, the Board may select new election dates so long as the members have approximately fourteen (14) days to return their ballots. This exception shall not be used for one or a few members but only for the entire election.

5.2.4 Ballots will be returned to the associations office for tallying. Promptly after the counting of the ballots, the office shall inform the nominations chair, who in turn is responsible for informing all nominees and current GDO Board of Directors of the election results.

## 5.3 VACANCY — DIRECTORS

5.3.1 Events Causing Vacancy. A vacancy or vacancies in the Board of Directors shall be deemed to exist on the occurrence of any of the following: (a) the death, resignation or removal of any Director; (b) the declaration by resolution of the

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Board of Directors of a vacancy of the office of a Director who has been declared of unsound mind by an order of court or convicted of a felony or has been found by final order or judgment of any court to have breached a duty to the corporation; (c) the absence of a Director from three (3) consecutive Board meetings shall automatically cause a vacancy in that office, provided, however, that the Board may reinstate said Director upon a showing of acceptable excuse.

5.3.2 Removal. Any Director may be removed and the office declared vacant, with or without cause, by the vote of the eligible voting members of the GDO which elected the Director, at any regular meeting, or at any special meeting called for that purpose. A Director may be removed for cause by vote of the Directors of the GDO which elected the Director, in circumstances involving, without limitation: fraud, dishonesty or deceit in the execution of directors duties and activities; breach of the Code of Ethics; divisive or disruptive behavior adversely affecting the GDO; failure to perform the minimum duties of a Director including attendance at meetings of the Board`

5.3.3 Resignations. Except as provided in this paragraph, any Director may resign, which resignation shall be effective on giving written notice to the Chairman of the Board, the President, the Secretary, or the Board of Directors, unless the notice specifies a later time for the resignation to become effective. If the resignation of a Director is effective at a future time, the resignation becomes effective then. No Director may resign when the organization would then be left without a duly elected Director or Directors in charge of its affairs.

5.3.4 No Vacancy or Reduction of Number of Directors, No reduction of the authorized number of Directors shall have the effect of removing any Director before that Director's term of office expires.

5.3.5 Filling Vacancies, Vacancies on the Board of Directors will be filled by majority vote of the Directors present at a regular Board meeting or a special Board meeting called for that purpose.

## ARTICLE 6:

### 6.1 OFFICERS

6.1.1 GDO, Inc. Officers The officers of the GDO, Inc. Corporation shall be a President, Secretary, VP/Finance, VP/Education, VP/Membership,

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