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FLORIDA DEPARTMENT OF
ENVIRONMENTAL PROTECTION

MARJORY STONEMAN DOUGLAS BUILDING
3900 COMMONWEALTH BOULEVARD
TALLAHASSEE, FLORIDA 32399-3000

RICK SCOTT
GOVERNOR

CARLOS LOPEZ-CANTERA
LT. GOVERNOR

HERSCHEL T. VINYARD JR.
SECRETARY

May 19, 2014

Mr. Andy Dunlap
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED
14 MAY 23 AM 11:18
TALLAHASSEE, FLORIDA

Dear Mr. Dunlap:

This letter is to certify that Friends of Bahia Honda State Park, Inc. is a duly authorized citizen support organization under contract to provide support for the Division of Recreation and Parks in accordance with Section 258.015, F.S. 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,

900260653439

Donald V. Forgione
Director
Florida Park Service

DF/kd

Enclosure

Pursuant to F.S. 617.0122, this
filing is exempt from filing
fees when certified by
the Dept. of Environmental
Protection.

MAY 28 2014
A. DUNLAP

FRIENDS OF BAHIA HONDA STATE PARK INC.

Citizen Support Organization

Bahia Honda

ARTICLES OF INCORPORATION OF BAHIA HONDA STATE PARK INC.

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

ARTICLE I

Corporate Name

The name of this corporation is : Friends of Bahia Honda State Park, Inc.

ARTICLE II

Purposes

This is a corporation not-for-profit organized exclusively for public charitable and educational purposes under Section 501(C)(3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code. Specifically, this not-for-profit corporation is organized to function as a citizen support organization for that certain Florida State Park known as Bahia Honda State Park and any and all entities, properties, and areas which now or in the future are managed by or in conjunction with Bahia Honda State Park in order to generate and create additional resources and support for, and in the best interest of, the Park through events and activities, including but not necessarily limited to the following: work for the preservation, protection, interpretation and promotion of the Park; through special activities and communications, special exhibits, interpretive programs, fund raising activities and events, guided tours, and additional activities or events which are designed to meet the needs of the Park.

ARTICLE III

Duration

This corporation shall exist perpetually from and after the date on which these Articles are filed with the Florida 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 its 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 number of directors of this corporation shall be maximum fifteen (15), 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 five(5) directors hereinafter named shall

hold office until the 2nd annual meeting, at which time new directors will be elected, the names and addresses of such initial directors are provided under Article XII. A director is expected to attend a majority of scheduled meetings annually. A Director who misses three (3) scheduled meetings in a row will forfeit their seat unless the board affirmatively votes otherwise.

ARTICLE V

Registered Agent and Office

The street address of the initial registered office is 31580 Avenue D, Big Pine Key, Florida 33043 and the name of the initial registered agent at such address is: DiAne M Rullan.

ARTICLE VI

Membership

The Board of Directors of the Corporation shall have the power to admit members to the Corporation in such 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 Board of Directors who are present and voting.

ARTICLE VIII

Amendment of the Articles of Incorporation

Amendments to these Articles of Incorporation may be made, altered, rescinded or added to by a majority vote of the Board of Directors.

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 the 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 of behalf of any

candidate for public office.

(c) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation 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 (2) by a corporation, 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 XI

Distribution of Assets

In the event of dissolution or other termination of the corporation, title to all of its assets shall vest in the Department of Environmental Protection of the State of Florida, or its successor, to be used exclusively for the purposes hereinabove set forth, if being intended that no distribution or payment shall be made which will impair or destroy the tax exempt status of the corporation or which will result in the denial of tax exempt status to donations, contributions, legacies or dues received by this corporation to the extent that such tax exempt status shall be allowed under any applicable law or regulation.

Having been named as the registered agent for the above Corporation for the purpose of accepting service of process at registered office designated in this certificate, I hereby accept such appointment and agree to act in such capacity. I agree to comply with the provisions of said sections relative to keeping open the registered office.

Registered Agent DiAnn M. Rullan

Date 12.13.13

Friends of Bahia Honda State Park
36850 Overseas Highway
Big Pine Key, Florida 33043

ARTICLE XII

The names and addresses of the Board of Directors

The names and addresses of the members of the initial Board of Directors of the Corporation are as follows:

William F Lechnar
31580 Avenue D
Big Pine Key, Florida 33043

DiAne M Rullan
31580 Avenue D
Big Pine Key, Florida 33043

Sandra L Gordon
29140 Mango Ln
Big Pine Key, Florida 33043

Dennis J Caltagirone
PO Box 370981
Key Largo, Florida 33037

ARTICLE XIII

Name and Address of Undersigned Incorporator

The name and address of the undersigned incorporator is:

DiAne M Rullan
31580 Avenue D
Big Pine Key, Florida 33043

Name and address

The undersigned incorporator has executed these Articles of Incorporation this 13 Day of December 2013.

DiAne M Rullan
Incorporator

STATE OF FLORIDA
COUNTY OF Monroe

The forgoing instrument was acknowledged before me this 13 day of December 2013, by DiAne M Rullan, who is personally known to me or has produced CT Drivers Lic. as identification.

NOTARY PUBLIC

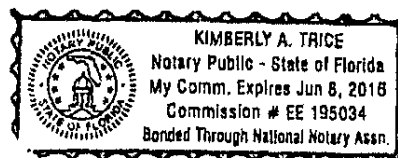
Sign: Kimberly A. Trice

Print: Kimberly A. Trice

State of Florida at Large
(Seal)

My commission Expires: 6/8/16

Title/Rank: Personal Banker



Commission Number:

CERTIFICATE DESIGNATING AGENT UPON WHOM PROCESS MAY BE SERVED AND THE PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA

In pursuance of Section 48.091 and Section 607.043(3), Florida Statutes, the following is submitted in compliance with said sections:

Friends of Bahia Honda State Park Inc. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Certificate of Incorporation, at Bahia Honda, Monroe County, State of Florida, has named DiAne Rullan as its registered agent to accept service of process at its office within this state, Who is located at 36850 Overseas Highway, Big Pine Key, Florida 33043.