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SECRETARY OF STALL



## **COVER LETTER**

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

SUBJECT: Florida Trail Hikers Alliance, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

enciosed is an original a	nd one (1) copy of the Ar	ticles 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 CO	DV DEALIIDEN

FROM:	John M. Keatley		
	Name (Printed or typed)		
	2992 Tiffany Terrace		
	Address		
	Titusville FL 32780		
	City, State & Zip		
	321-536-4058		
	Daytime Telephone number		
	iknavigator@gmail.com		

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

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

## ARTICLES OF INCORPORATION OF FLORIDA TRAIL HIKERS ALLIANCE, INC.

The undersigned, acting as incorporator of FLORIDA TRAIL HIKERS ALLIANCE, INC. under the Florida Not For Profit Corporation Act, adopts the following Articles of Incorporation:

## **ARTICLE I. NAME**

The name of the corporation is: FLORIDA TRAIL HIKERS ALLIANCE, INC.

## **ARTICLE II. PRINCIPAL OFFICE**

The principal place of business address: 2992 Tiffany Terrace Titusville FL 32780

The mailing address of the corporation is:
PO Box 470256
Lake Monroe, FL 32747



#### **ARTICLE III. PURPOSE**

The Corporation is organized as a corporation not for profit, exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended, or under the corresponding section of any future Federal tax code. The purpose of the Corporation is to educate the public about the Florida Trail, a Congressionally-designated National Scenic Trail that is a statewide public resource in Florida, and to assist the public in their use of the Trail.

#### ARTICLE IV. MANNER OF ELECTION

The manner in which directors are elected or appointed is as provided for in the Bylaws of the Corporation.

#### **ARTICLE V. INITIAL BOARD OF DIRECTORS**

The initial officers and directors of the Corporation are:

John M. Keatley, President PO Box 470256 Lake Monroe, FL 32747 Phyllis Malinski, Secretary 2121 SW 3rd Ave, Suite 300 Miami FL 33129

Sandra Friend, Vice-President PO Box 2958 Sanford FL 32772 LuAnne Loftis Anderson, Treasurer 2713 Wilder Trace Ct Plant City FL 33566

#### ARTICLE VI. REGISTERED AGENT

The name and Florida street address of the initial registered agent is:

John M. Keatley

2992 Tiffany Terrace

Titusville FL 32780

#### ARTICLE VII. INCORPORATOR

The name and address of the incorporator is:

John M. Keatley

2992 Tiffany Terrace

Titusville FL 32780

#### ARTICLE VIII. EFFECTIVE DATE

The Corporation will exist perpetually, commencing on the date of filing these Articles of Incorporation.

#### ARTICLE IX. LIMITATIONS ON CORPORATE POWER

The corporate powers of the Corporation are provided in Section 617.0302, Florida Statutes, except to the extent such powers are limited by the following provisions of this Article:

- (a) No part of the assets or net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, 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 IV hereof.
- (b) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Chapter 501(h) of the Internal Revenue Code) and the corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.
- (c) Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation qualifying for exemption from Federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or (ii) 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 X. MEMBERS**

The Corporation shall have multiple classes of membership as defined in the Bylaws. No member or director on the Board of Directors shall have any right, title, or interest in or to any property of the Corporation.

#### **ARTICLE XI. BYLAWS**

The Board of Directors of this Corporation will enact Bylaws for the conduct of its business and the carrying out of its purpose. Enactment and amendment of Bylaws shall be by a three-quarters (3/4) vote of the entire Board of Directors.

#### **ARTICLE XII. DISSOLUTION**

Upon the dissolution of the Corporation and payment of all outstanding debts of the Corporation, assets will be transferred to one or more corporations not for profit for 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, as chosen by a majority vote of the Board of Directors, or shall be distributed to the Federal government or a state or local government for a public purpose.

#### ARTICLE XIII. INDEMNIFICATION

- (a) The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation.
- (b) The Corporation, by action of its Board of Directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding, by reason of the fact that such person is or was an employee or agent of the Corporation, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Corporation. Absent specific action by the Board of Directors, the authority granted to the Board of Directors in paragraph (b) shall create no rights in the persons eligible for indemnification and shall create no obligations of the Corporation relating thereto.

The undersigned incorporator, for the purpose of forming a corporation not for profit under the laws of the State of Florida, has executed these Articles of Incorporation on Fab. 24, 2014.

John M. Keatley Incorporator

## Florida Trail Hikers Alliance, Inc.

## **ACCEPTANCE OF REGISTERED AGENT**

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

Fab 24, 2014

John M. Keatley Registered Agent