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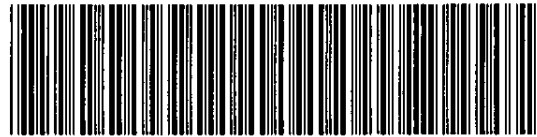
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SECRETARY OF STATE
TALLAHASSEE, FL 32304

JUN 29 2015

S. GILBERT

COVER LETTER

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

SUBJECT: Gainesville Arts & Parks Foundation, 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: Thomas Hawkins

Name (Printed or typed)

408 NW 4th Avenue

Address

Gainesville, FL 32601

City, State & Zip

352-377-3141

Daytime Telephone number

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

ARTICLE I NAME

The name of the corporation shall be: Gainesville Arts & Parks Foundation, Inc.

ARTICLE II PRINCIPAL OFFICE

Principal street address:
306 NE 6th Avenue
Gainesville, FL 32627

Mailing address, if different is:
PO Box 490, Station 24
Gainesville, FL 32627-0490

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TALLAHASSEE, FLORIDA

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: The Gainesville Arts & Parks Foundation, Inc. (Corporation) a Florida not for profit corporation, is committed to providing and maintaining the natural, recreational and cultural facilities and programs that make Gainesville a great place to live, work and visit; and help sustain the City of Gainesville, Florida (City) economically, socially and environmentally. The Corporations' goal is to fund and sustain the projects in accordance with the City's Parks, Recreation and Cultural Master Plan as approved by the City Commission, for the benefit of its users and the general public.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected and appointed: Elected

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: <u>Susan Botcher, Director</u>	Name and Title: _____
Address: <u>3448 NW 12th Avenue</u>	Address: _____
<u>Gainesville, FL</u>	_____
_____	_____
Name and Title: <u>Thomas Hawkins, Director</u>	Name and Title: _____
Address: <u>408 NW 4th Avenue</u>	Address: _____
<u>Gainesville, FL 32601</u>	_____
_____	_____
Name and Title: <u>Agapitus "Augi" Lye, Director</u>	Name and Title: _____
Address: <u>110 SE 1st Street</u>	Address: _____
<u>Gainesville, FL 32601</u>	_____
_____	_____

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

ARTICLE VI REGISTERED AGENT

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

Name: Steve Phillips
Address: 306 NE 6th Avenue
Gainesville, FL 32601

ARTICLE VII INCORPORATOR

The **name and address** of the Incorporator is:

Name: Thomas Hawkins
Address: 408 NW 4th Avenue
Gainesville, FL 32601

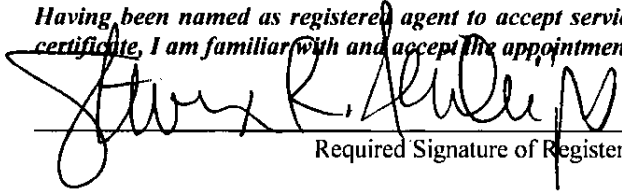
ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior or 90 business days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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

June 18, 2015

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

June 18, 2015

Date

**ARTICLES OF INCORPORATION OF
THE GAINESVILLE ARTS & PARKS FOUNDATION, INC.**

The undersigned, for the purpose of forming a not for profit corporation pursuant to the provisions of Chapter 617, Florida Statutes hereby adopts the following Articles of Incorporation:

ARTICLE I

Name and location

The official name of the corporation is the Gainesville Arts & Parks Foundation, Inc.

The address of the registered office of the corporation shall be:

301 NE 6th Avenue
Gainesville, Florida 32627

ARTICLE II

Goals and purposes

The Gainesville Arts & Parks Foundation, Inc. (Corporation) a Florida not for profit corporation, is committed to providing and maintaining the natural, recreational, and cultural facilities and programs that make Gainesville a great place to live, work and visit; and that help sustain the City of Gainesville, Florida (City) economically, socially and environmentally. The Corporations' goals are: To fund and sustain the projects in accordance with the City's Parks, Recreation and Cultural Affairs Master Plan as approved by the City Commission, for the benefit of its users and the general public.

In pursuit and furtherance of these goals, the Corporation may:

- a) Provide aid, encourage and advice related to the maintenance and operation of the City's public parks, facilities and programs;
- b) Acquire, hold, improve, preserve, develop and restore facilities and real estate used by the general public for recreational, cultural and educational purposes;
- c) Solicit and receive gifts, grants, subscriptions, devises or bequests of real or personal property, from public or private sources, in order to carry out the purposes of the Corporation; and hold, sell, dispose of, invest or reinvest such funds or properties in any manner as the Corporation may deem appropriate for achieving the purposes of the Corporation; and maintain revolving funds for purposes of carrying out the activities set forth herein;
- d) Make gifts, loans – whether interest bearing or not – or grants to the City; and,
- e) Subject to the general limitations set out in these Articles of Incorporation, those contained in the applicable section of the Internal Revenue Code and applicable Treasury

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Regulations, to engage in any lawful activities and to do all other lawful acts of will to promote the charitable, educational and other exempt purposes of the Corporation.

ARTICLE III

Powers and limitations thereon

The Corporation shall have all the power necessary to carry out its purposes and goals, subject only to limitations provided by the Articles of Incorporation, by the By-Laws or by law. Such powers shall include without limitation:

- a) The designation of the time and manner of conducting meetings.
- b) The control of its members.
- c) The determination of time and manner of selection, qualifications, powers and duties of its Directors, officers and members of committees.
- d) The determination of what constitutes a vacancy in any office or committee and the manner in filling of that vacancy.
- e) The adoption of such rules and regulations, consistent with the Articles of Incorporation and the By-Laws with the right from time-to-time to amend or repeal, as deemed necessary.

The Corporation shall not be operated for the purpose of carrying on trade or unlawful activities under applicable federal, state or local laws. The Corporation shall not:

- a) Engage in any prohibited transactions described in applicable section of the Internal Revenue Code.
- b) Accumulate income, invest income or divert income in a manner endangering its exempt status as described in applicable section of the Internal Revenue Code.

No part of the net earnings or property of the corporation shall inure to the benefit of, or be distributed to its members, donors, officers or other private persons, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions to further the purposes set herein. No 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 publishing or distributing statements) any political campaign on behalf of any candidate or public office.

ARTICLE IV

No Director or officer to profit

The Corporation shall not afford pecuniary gain, incidentally or otherwise, to its directors or officers, and no part of the net income or net earnings of the corporation shall inure to the benefit

of, or be distributable to, its directors, officers, or other private persons, except that the Corporation may pay reasonable compensation for services rendered to or for the corporation in furtherance of one or more of its purposes, including services by a director or officer as such. The Corporation shall not lend any of its assets to any director or officer of the Corporation, nor guaranty to any other person the payment of a loan to a director or officer of the Corporation.

ARTICLE V

Directors

The Corporation shall have at least five, but no more than nine, directors who shall make up the board of directors of the Corporation. The business and affairs of the Corporation shall be managed by or under the direction of its Board of Directors. Directors shall be elected in the manner provided in the bylaws of the Corporation. The number, qualifications, terms of office and other conditions for directors also shall be as provided in the By-Laws.

ARTICLE VI

By-Laws

There shall be official By-Laws of the Corporation. Amendments to the By-Laws may be made at any time provided the amendments have been approved by the Board of Directors. Any amendments approved under this provision shall go into effect upon that action by the Board of Directors, or at such later date as specified by the Board of Directors.

ARTICLE VII

Subscribers and officers

The officers of the Corporation shall be a President, Vice President, Treasurer and Secretary. They shall be elected as provided for in the By-Laws.

ARTICLE VIII

Members

The Corporation shall have members. The membership of this Corporation shall be open to all persons, agencies and organizations. Terms of membership, including acceptance and termination, shall be as determined by the Board of Directors and provided in the By-Laws except that members shall have no voting rights.

ARTICLE IX

Governance

The Board of Directors shall develop operating policies and procedures to govern the activities of the Corporation consistent with these Articles of Incorporation and the Corporation's By-Laws. The Board of Directors may enter into an agreement with the City, which will include specific policies and terms of cooperation between the Corporation and City, consistent with these Articles of Incorporation and the Corporation's By-Laws.

ARTICLE X

Directors and officers not liable

No director or officer of the Corporation shall have personal liability to any extent for the acts, debts, liabilities or obligations of the Corporation, and each director and officer shall receive indemnification from the Corporation against certain liabilities and expenses in the manner provided in the By-Laws of the Corporation.

ARTICLE XI

Distribution of assets upon liquidation, dissolution, or winding up of the Corporation

In the event of liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, or by operation of law, except as and to the extent otherwise provided or required by law, the remaining property and assets of the corporation shall be distributed to the City. No officer or director of the Corporation shall be entitled to share in the distribution of the corporate assets.

ARTICLE XII

Registered Agent

The name and street address of the registered agent is:

Steve Phillips
301 NE 6th Avenue
Gainesville, Florida 32627

ARTICLE XIII

Incorporator

The name and street address of the Incorporator is:

Thomas Hawkins
408 NW 4th Avenue
Gainesville, Florida 32601

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.

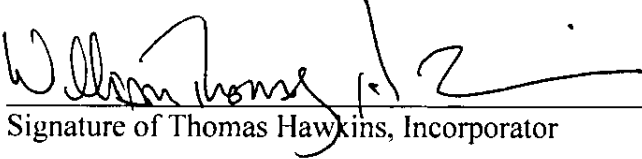


Signature of Steve Phillips, Registered Agent

6/18/15

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 Section 817.155, Florida Statutes.



Signature of Thomas Hawkins, Incorporator

6/18/2015

Date