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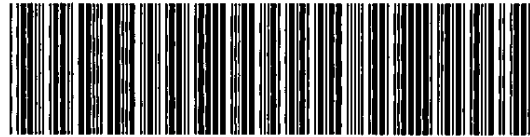
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10/05/15

## COVER LETTER

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

**SUBJECT:** FRIENDS OF THE NAPLES PRESERVE, 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:** MARY W. ECHOLS

\_\_\_\_\_  
Name (Printed or typed)

917 11th Street North

\_\_\_\_\_  
Address

Naples, Florida 34102

\_\_\_\_\_  
City, State & Zip

(239) 643-0538

\_\_\_\_\_  
Daytime Telephone number

preserve@Naplesgov.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  
of  
FRIENDS OF THE NAPLES PRESERVE, INC.**

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**PREAMBLE**

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Florida applicable to corporations not-for-profit, and to that end do hereby adopt Articles of Incorporation as follows:

**ARTICLE I  
NAME**

The name of the corporation shall be: FRIENDS OF THE NAPLES PRESERVE, INC.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal street address is:  
1690 Tamiami Trail North,  
Naples, Florida 34102

**ARTICLE III  
PURPOSE**

The purpose of this not-for-profit corporation shall be:

To support the mission of the Naples Preserve:

*"The Naples Preserve. Our Mission: to promote, through preservation and education, the value of the diverse historical and natural areas of Naples and Collier County."*

The Naples Preserve is a public park, established in perpetuity in the year 2000, and owned by the City of Naples, Florida. Funds came from a \$9 million public referendum with additional funds from the Florida Communities Trust's "Florida Forever Fund."

Said corporation is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations under section 501 (c)(3) of the Internal Revenue Code, or the corresponding part of any future federal tax code.

Friends of the Naples Preserve, Inc. intends to apply for IRS federal tax exemption, Section 501 (c)(3), as a charitable organization.

**ARTICLE IV  
MEMBERSHIP**

Membership in this organization and the manner of admission shall be set out in the By-Laws.

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**ARTICLE V  
TERM OF CORPORATION**

This corporation shall exist perpetually

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

Name: Mary W. Echols  
Address: 917 11th Street, N.  
Naples, FL 34102

Name: Robert D. Geroy  
Address: 646 Anchor Rode Dr.  
Naples, FL 34103

Name: Ronald J. Echols  
Address: 917 11<sup>th</sup> Street N.  
Naples, FL 34102

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**ARTICLE VII  
MANNER OF ELECTION**

The manner in which the directors are elected and appointed:

**Section 1. Officers**

The officers of this corporation shall be a President, Vice President, Secretary and Treasurer, who shall be elected from the membership of the FNP and shall serve as provided in the By-Laws.

**Section 2. Directors**

The Board of Directors shall consist of five members, composed of the President, Vice President, Secretary, Treasurer, and a Director At Large, all to be elected and to serve for the term or terms as specified in the By-Laws.

**ARTICLE VIII  
AMENDMENTS**

Amendments to the Articles of Incorporation or to the By-Laws of FNP may be made as follows: By resolution of the Board of Directors adopted at any regular or special meeting of said Board at which the majority of such Board are present and the majority of such Board votes. Therefore, whereupon it shall become the duty of the Secretary of FNP to submit the proposed amendment to the Members of FNP entitled to vote at their next annual meeting or, if the Board so directs, to call a special meeting of such Members of FNP to pass upon the proposed amendment. A copy of the proposed amendment shall be posted at the corporate office (1690 Tamiami Trail North, Naples, FL 34102) not less than ten days prior to the meeting at which it is proposed to take action thereon. At such meeting the affirmative vote of two-thirds of such Members present and voting shall be sufficient to approve such amendment. Upon such approval, the President and Secretary shall forthwith cause the necessary certificates of such change to be filed in accordance with the law.

**ARTICLE IX  
LIMITATION OF INDEBTEDNESS**

The highest amount of indebtedness or liability to which FNP may subject itself at any one time shall be \$10,000.00 or such higher amount as may be fixed by the Board of Directors and ratified by a two-thirds vote of the membership in the same manner as provided in Article VIII for Amending the Articles of Incorporation and By-Laws.

**ARTICLE X  
DISSOLUTION**

Upon dissolution of the corporation, and prior to the completion thereof, all liabilities and obligations of the corporation shall be paid, satisfied and discharged and all of the remaining assets, property and income owned or held by the corporation, but not so owned or held upon a condition requiring return, transfer or conveyance by reason of the dissolution, shall be expended for or applied to the purposes of the corporation, or one or more of such purposes, exclusively, by transferring and conveying such assets, property and income to one or

more corporations or organizations engaged in activities substantially similar to those of this corporation (no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation), in accordance with the laws governing not-for-profit corporations of the State of Florida, and no part of such remaining assets, property or income shall be distributed to members or to any other persons whatsoever.

**ARTICLE XI  
REGISTERED AGENT**

The name and Florida street address of the Registered Agent is:

Name: Mary W. Echols  
Address: 917 11th Street North  
Naples, FL 34102

**ARTICLE XII  
INCORPORATOR**

The name and address of the Incorporator is:

Name: Robert D. Geroy  
Address: 646 Anchor Rode Drive  
Naples, FL 34103

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*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 agreed to act in this capacity*

Mary W. Echols

Required Signature of Registered Agent

9-17-2015

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 provide for in s.817.155, F.S.*

Robert D. Geroy

Required Signature of Incorporator

9/17/2015

Date

Version: 5-25-2015  
RDG  
Emended 9-16-2015  
RJE