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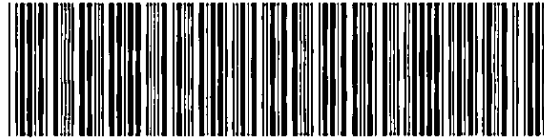
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TALLAHASSEE, FLORIDA

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September 20, 2022

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**Board Certified Real Estate Lawyer
Also Licensed to Practice in Alabama

Department of State
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

HAND DELIVERY

SUBJECT: ***Friends of the Wacissa River and Lloyd, Inc.***
a Florida not-for-profit corporation

Dear Secretary of State:

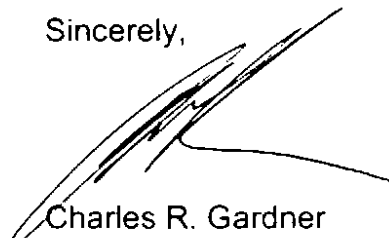
Enclosed are the following:

1. An original and one (1) copy of the *Articles of Incorporation* for the above-identified new Florida not for profit corporation; and
2. A check for \$70.00 made payable to the Florida Department of State for the filing fee.

My name and contact information for questions, comments, and copies are as follows:

Charles R. Gardner
Gardner, Bist, Bowden, Dee,
LaVia, Wright, Perry & Harper, P.A.
1300 Thomaswood Drive
Tallahassee, Florida 32308
Telephone No.: (850) 385-0070
Email Address: charles@gbwlegal.com

Sincerely,



Charles R. Gardner

**ARTICLES OF INCORPORATION
OF
FRIENDS OF THE WACISSA RIVER AND LLOYD, INC.**

In compliance with the requirements of the *Florida Not For Profit Corporation Act* (the "Act") currently codified in Chapter 617, Florida Statutes, the undersigned, being a resident of the State of Florida and of full age, hereby forms a corporation not for profit in accordance with the Act and other applicable laws of the State of Florida, and certifies as follows:

ARTICLE I - NAME

The name of this corporation is **FRIENDS OF THE WACISSA RIVER AND LLOYD, INC.** (this or the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The initial principal office of this Corporation shall be located at 1300 Thomaswood Drive, Tallahassee, Florida 32308, which office may be changed from time to time by action of the Board of Directors of the Corporation.

ARTICLE III - REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of the Corporation shall be Charles R. Gardner, 1300 Thomaswood Drive, Tallahassee, Florida 32308, which registered agent may be changed from time to time by action of the Board of Directors of the Corporation.

ARTICLE IV - PURPOSE AND POWERS OF THE CORPORATION

This Corporation does not contemplate pecuniary gain or profit to its members, its officers or its directors.

The specific purposes for which the Corporation is formed are:

1. Promote the protection of the water quality of the *Wacissa River*;
2. Promote the protection of the groundwater system in Lloyd, Florida and the areas within the *Wacissa River* basin, recharge areas, watersheds, and headwaters;
3. Encourage the construction of a centralized sewer system in Lloyd, Florida;
4. Encourage responsible use of grant money and other public funds for an environmentally sound sanitary sewer system and wastewater treatment facility in Lloyd, Florida;
5. Promote job growth in Lloyd, Florida;
6. Promote responsible growth in Lloyd, Florida; and
7. Promote the recruitment of environmentally friendly businesses to Lloyd, Florida.

For the foregoing purposes, the Corporation is empowered to have and exercise any and all powers, rights, and privileges which a corporation organized under the Act by law may now or hereafter have or exercise.

ARTICLE V- MEMBERSHIP AND VOTING RIGHTS

This Corporation shall be a voluntary membership corporation, without certificates of shares of stock. Qualification for, and admission to, membership in the Corporation shall be regulated by the Bylaws of the Corporation.

ARTICLE VI - BOARD OF DIRECTORS

The affairs of the Corporation shall be managed and governed by a Board of Directors consisting of at least two (2) directors. Directors will be elected or appointed as set forth in the *Bylaws* of the Corporation. The number of directors may be changed by amendment of the *Bylaws* of the Corporation. Directors shall be members of the Corporation.

ARTICLE VII - OFFICERS

The Corporation shall be administered by a President and such other officers as may be designated in the *Bylaws* of the Corporation and shall be elected at the time and in the manner prescribed in the *Bylaws*. Officers shall be members of the Corporation or a representative of a member. Until the members elect a Board of Directors and the Board of Directors shall appoint officers, Charles R. Gardner shall serve as the President of the Corporation.

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator of these *Articles of Incorporation* is as follows:

NAME

Charles R. Gardner

ADDRESS

1300 Thomaswood Drive
Tallahassee, Florida 32308

ARTICLE IX - BYLAWS


The *Bylaws* of this Corporation shall be initially adopted by the Board of Directors. Thereafter, the *Bylaws* may be amended, altered, or rescinded in the manner provided by the *Bylaws*.

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ARTICLE X - INDEMNIFICATION

Every director and every officer of the Corporation shall be indemnified by the Corporation to the fullest extent of the law against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed on him or her in connection with any proceeding or settlement of any proceeding to which he or she may be a party or in which he or she may become involved by reason of his or her being or having been a director or officer of the Corporation, whether or not he or she is a director or officer at the time such expenses are incurred. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the Incorporator of this Corporation, has executed these *Articles of Incorporation* this 20 day of September, 2022.



Charles R. Gardner
Incorporator

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provision of Section 617.0501, Florida Statutes, the undersigned submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name of the corporation is:

FRIENDS OF THE WACISSA RIVER AND LLOYD, INC.

2. The name and address of the registered agent and registered office are:

NAME

ADDRESS

Charles R. Gardner

1300 Thomaswood Drive
Tallahassee, Florida 32308

DATED this 20th day of September, 2022.

**FRIENDS OF THE WACISSA RIVER AND
LLOYD, INC.**

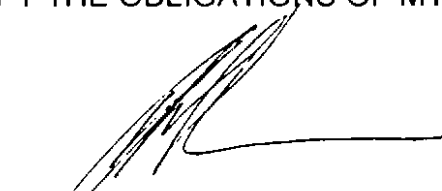
By: 

Charles R. Gardner
Its: President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED NON-PROFIT CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Charles R. Gardner
Date: September 20, 2022