

N23000003466

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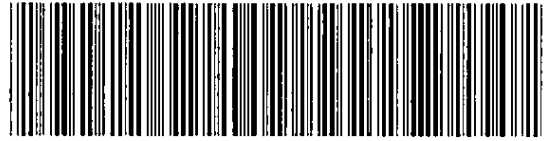
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
ALBANY, NY 12242

FLORIDA CAPITAL COURIER SERVICES, INC
2330 CLARE DRIVE
TALLAHASSEE, FL 32309
(850) 524-5437
(850) 524-6243

Please use funds from this account: I20210000160: **\$70.00**

Authorization Signature: *John Tallie*

Bergeron Everglades Foundation INC

BUSINESS NAME **DOCUMENT #**

 Certified Copy of Articles of Organization

 Certificate of Status

NEW FILINGS

 Profit Corp
 X Not for Profit
 Officer/Director
 Limited Liability
 Domestication
 Other
 CORP
 LLLP

AMENDMENTS

 Amendment
 Resignation of R.A.

 Change of Registered Agent
 Dissolution
 Merger
 Conversion
 Amended and restated Articles
 Statement of Authority

OTHER FILINGS

REGISTRATION/QUALIFICATIONS

 Annual Report
 Fictitious Name

 APOSTILLE **Country**

 Foreign filing
 Limited Partnership
 Reinstatement

 Other

EXAMINER'S INITIALS:

COVER LETTER

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

SUBJECT: BERGERON EVERGLADES 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: RICHARD C. VAUGHAN, ESQ.

Name (Printed or typed)

4755 TECHNOLOGY WAY, SUITE 205

Address

BOCA RATON, FLORIDA 33431

City, State & Zip

561-910-7500

Daytime Telephone number

RICHARD@ELLIS-LAW.COM

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

Articles of Incorporation
Bergeron Everglades Foundation, Inc.
A Florida Not-For-Profit Corporation

I, the undersigned, hereby adopt this Articles of Incorporation to form a non-stock, not-for-profit corporation under the Florida Not For Profit Corporation Act.

Article One
Name

The name of the not-for-profit corporation is **BERGERON EVERGLADES FOUNDATION, INC.** (the "Corporation")

Article Two
Registered Agent and Office

The name of the initial registered agent and registered office in the State of Florida are:

FRANK SAIA
19612 S.W. 69 PLACE
FORT LAUDERDALE, FLORIDA 33332

Article Three
Name and Address of the Incorporator

The name and residence of the Incorporator is:

Name:

SETH E. ELLIS, ESQ.

Address:

4755 Technology Way, Suite 205
Boca Raton, FL 33431

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CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF DADE

Article Four Principal Office Address

The principal office of the Corporation is to be located at:
19612 S.W. 69 PLACE
FORT LAUDERDALE, FLORIDA 33332

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FLORIDA

Article Five Duration

The Corporation's duration is perpetual unless dissolved pursuant to law.

Article Six Non-Stock Corporation

The Corporation shall be organized on a non-stock basis under the Florida Not for Profit Corporation Act and may issue Certificates of Membership.

Article Seven Purposes

Specifically, the Corporation is a nonprofit organization dedicated to the restoration and conservation of the Florida Everglades including, but not limited to, the protection of endangered species, the quality, quantity, timing, and distribution of natural water levels from sawgrass to seagrass, the preservation of Florida's deep-rooted history, heritage and culture, and the potential establishment of museums, memorials and learning centers. Our mission is to educate, advocate and bring awareness to the public in hopes that all people will fall in love with the Everglades and its wildlife, and learn to respect and preserve it for future generations. The foundation also seeks to encourage wise policy decisions related to the Florida environment by serving as a uniting force for all individuals, groups and organizations with the shared interest of preserving and protecting America's Everglades.

The Corporation is organized and will be operated exclusively for general charitable, scientific, literary, and educational purposes as set forth in Internal Revenue Code Section 501(c)(3) including, for these purposes, making distributions to organizations that qualify as exempt organizations under Internal Revenue Code Section 501(c)(3).

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance,

accomplishment, fostering or attainment of any or all of the purposes for which a Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501(c)(3) of the Code as the same now exist or as they may be hereinafter amended from time to time.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes); and no Director or Officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

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 or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition of any candidate for public office.

The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Code or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code or corresponding provisions of any subsequent federal tax laws.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Code or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code.

Article Eight Dissolution

When the Corporation dissolves, the Board of Directors will, after paying or making provision for the payment of all liabilities of the corporation, distribute all corporation assets to one or more organizations organized and operated exclusively for charitable, scientific, literary, and educational purposes that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3).

If any assets are not distributed under the preceding paragraph, the court of appropriate jurisdiction for the county in which the principal office of the corporation is then located, will dispose of those assets exclusively for charitable, scientific, literary, and educational purposes or to one or more

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FLORIDA
13th JUDICIAL CIRCUIT IN AND FOR
DADE COUNTY

organizations that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3), as the court determines.

Article Nine Board of Directors

The Corporation is organized on a non-stock basis and will have no members. The Board of Directors will have authority for all affairs of the Corporation and may exercise all powers of the Corporation as permitted by federal law, state law, and the Articles of Incorporation and By-Laws of the Corporation as in effect from time to time.

The number of directors to constitute the first Board of Directors is three. After this initial Board of Directors is organized, it may change the number of directors in the manner provided in the By-Laws and consistent with the laws of the State of Florida.

The initial members of the Board of Directors are:

RONALD M. BERGERON, SR.

19612 S.W. 69 PLACE

FORT LAUDERDALE, FLORIDA 33332

ALEIDA WALDMAN BERGERON

19612 S.W. 69 PLACE

FORT LAUDERDALE, FLORIDA 33332

LONNIE BERGERON

19612 S.W. 69 PLACE

FORT LAUDERDALE, FLORIDA 33332

Article Ten By-Laws

In furtherance and not in limitation of the powers conferred upon the Board of Directors by law, the Board of Directors may adopt, amend, and repeal from time to time, the By-Laws of the Corporation.

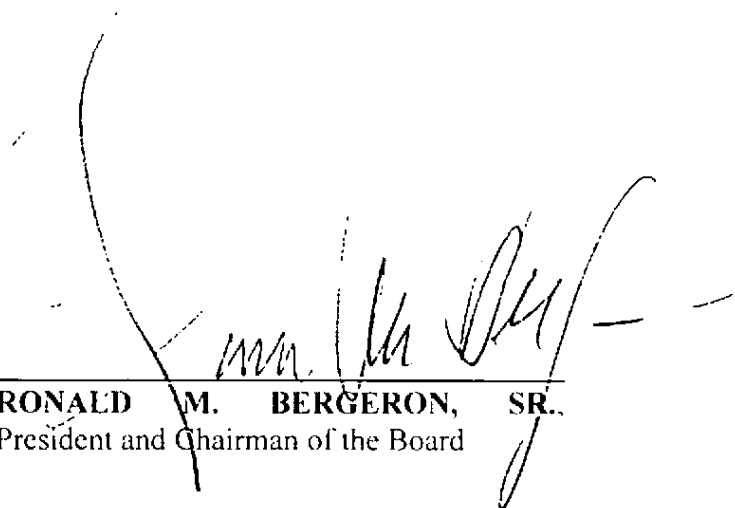
Article Eleven Amendments

The Corporation may amend the Articles of Incorporation in the manner provided by the laws of the State of Florida. But no amendment may authorize the Board of Directors to conduct the affairs of the Corporation in any manner or for any purpose contrary to the provisions of Internal Revenue Code Section 501(c)(3).

Article Twelve Miscellaneous

All general or specific references to the Internal Revenue Code are to the Internal Revenue Code of 1986 as now in force or later amended, or the corresponding provision of any future federal revenue law. Similarly, any general or specific references to the laws of the State of Florida are to the laws of the State of Florida as now in force or later amended.

IN WITNESS WHEREOF, the Articles of Incorporation are signed on
March 27, 2023.



RONALD M. BERGERON, SR.
President and Chairman of the Board

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2023 MAR 30 PM 12:00
SECRETARY
TALLAHASSEE, FL

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

The following is submitted in compliance with Sections 48.091 and 617.0501(3) of Florida Statutes:

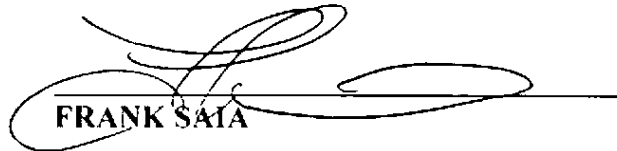
BERGERON EVERGLADES FOUNDATION, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Certificate of Incorporation, at 19612 S.W. 69 PLACE, FORT LAUDERDALE, FLORIDA 33332, appoints Frank Saia, 19612 S.W. 69 PLACE, FORT LAUDERDALE, FLORIDA 33332 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Sections relative to keeping open said office.

REGISTERED AGENT:

Date: 03/27/, 2023


FRANK SAIA

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2023 MAR 30 PM 12:28
SOUTHERN FLORIDA
COUNTY CLERK