

F. Parker Lawrence  
Samuel A. Mutch, AICP  
Lori Tetrouski-Putz

**LAWRENCE & MUTCH, P.A.**  
ATTORNEYS AT LAW  
704 NORTHWEST 4TH AVENUE  
GAINESVILLE, FLORIDA 32601

TELEPHONE (800) 373-4160  
FACSIMILE (800) 371-3271

May 10, 1995

**19500002346**

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

600001427436  
-05/15/95--01056--020  
++++70.00 +++++70.00

RE: GREENSPACE PRESERVATION ASSOCIATION, INC.

Dear Sirs:

Enclosed please find the original and one copy of Articles of Incorporation, together with a trust account check from this firm, in the amount of \$70.00. I have also enclosed a Certificate of Acceptance of Designation of Registered Agent Status.

This represents the cost of the filing fees for the Articles of Incorporation and fee for Registered Agent Designation for the above-named corporation.

Sincerely,

LAWRENCE & MUTCH, P.A.

*Samuel A. Mutch*

SAMUEL A. MUTCH

dsm

Enclosures

secretary

**FILED**  
MAY 15 PM 4:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**D. BROWN MAY 15 1995**

ARTICLES OF INCORPORATION  
OF  
GREENSPACE PRESERVATION ASSOCIATION, INC.

FILED  
95 MAY 15 PM 4:09  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation is GREENSPACE PRESERVATION ASSOCIATION, INC.

ARTICLE II - STATEMENT OF CORPORATE NATURE

This is a non-profit Corporation organized solely for the general charitable purposes pursuant to the *Florida Corporation Not-for-Profit Act* set forth in Part I, Chapter 617, *Florida Statutes*.

ARTICLE III - GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this Corporation is formed are:

1. to promote the preservation and protection of greenspace in Alachua County;
2. to provide environmental education to the general public and the elected officials of the community;
3. to protect the various neighborhoods which will be directly affected by greenspace from the adverse affects of poorly planned projects; and
4. for other charitable, educational and environmental protection purposes.

#### ARTICLE IV. - TERM & INITIAL OFFICE

This Corporation shall have a perpetual existence. The mailing address of the initial corporate offices shall be 708 NW 8th Avenue, Gainesville, Florida 32601.

#### ARTICLE V. - MEMBERSHIP

The Corporation shall have a membership distinct from the Board of Directors. The qualifications for members and the manner of their admission shall be regulated by the Bylaws of the GREENSPACE PRESERVATION ASSOCIATION, INC.

#### ARTICLE VI - MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the Corporation shall be not less than eight provided, however, that such number may be changed by a bylaw duly adopted by the Board.

The Directors elected at the first annual meeting, and at all times thereafter, shall serve a term of one year until the annual meeting of the members following the election of Directors and until

Articles of Incorporation  
Greenspace Preservation Association, Inc.  
Page 3

the qualification of the successors in office. Annual meetings shall be held at 7:00 p.m. on the 2nd Tuesday of May of each year at the principal office of the Corporation, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent will have the force and effect as if taken by unanimous written consent of the Board of Directors without a meeting and that Articles of Incorporation and Bylaws of this Corporation authorize the Trustees to so act. Such a statement shall be *prima facie* evidence of such authority.

B. Corporate Officers. The Board of Directors shall elect the following officers: president, vice president, treasurer, and secretary and such other officers as the Bylaws of this Corporation may authorize the Trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

Jim Moneyhun -	President
Tom Morris -	Vice President
Patricia Garcia Polack -	Secretary
Sal Locascio -	Treasurer

#### ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of initial Registered Office is 708 NW 8th Avenue, Gainesville, Florida 32601  
and the name of the initial registered agent is: Samuel A. Mutch, Esq.

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The names and address of the eight people constituting the initial Board of Directors are:

Jim Moneyhun -	Gainesville, Florida	Tom Morris -	Gainesville
Sal Locascio -	Gainesville, Florida	Mary Staab -	Gainesville
Patricia Garcia Polack -	Gainesville, Florida	Frank Ward -	Gainesville
H. M. Stahmer -	Gainesville, Florida	Gerry Issacs -	Gainesville

#### ARTICLE IX - INCORPORATOR

The name and address of the Incorporator is:

Jim Moneyhun  
4613 NW 6th St, Unit F  
Gainesville, FL 32609-1781

#### ARTICLE X - DEDICATION OF ASSETS

In the event of the dissolution, the residual assets of the organization will be turned over by the Board of Directors to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the *Internal Revenue Code* of 1954 or the corresponding sections of any prior or future laws, or to any environmental organization.

#### ARTICLE XI - AMENDMENTS OF ARTICLES

The Articles of the Incorporation may be amended by a vote of two-thirds (2/3) of all Directors present at any regular meeting of the Board of Directors or at any special meeting of the Board of Directors called for that purpose.

#### ARTICLE XII - BYLAWS

Subject to limitations contained in the Bylaws, and any limitations set forth in the Corporations Not-for-Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution approved by a two-thirds (2/3) vote of all the Directors present of any meeting of the Board of Directors or by following the procedure set forth therefor in the Bylaws.

#### ARTICLE XIII - INDEMNIFICATIONS

The Corporation shall indemnify and hold harmless the Officers and Directors of this Corporation from and against any and all cause and causes of action, liabilities, losses and damages of any kind or nature, including any reasonable attorney's fees and expenses incurred in connection with the execution of their duties or the exercise of their discretion taken on behalf of the Corporation, except when the same is judicially determined to be due to the gross negligence or willful misconduct of such

Articles of Incorporation  
Greenspace Preservation Association, Inc.  
Page 6

persons. Nevertheless, the Corporation shall be given reasonable notice by such persons of any such action and be given reasonable opportunity to assume the defense against the same and to indemnify and hold harmless said persons therefrom.

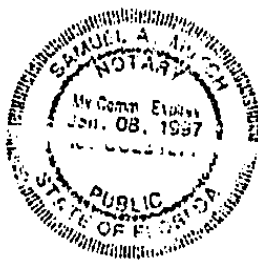
I, the undersigned, being the Incorporator of the Corporation, for the purpose of forming this nonprofit, charitable corporation under the laws of the State of Florida have executed these Articles of Incorporation on this 9th day of May, 1995.

  
JIM MONEYHUN

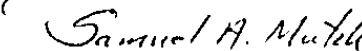
STATE OF FLORIDA  
COUNTY OF ALACHUA

BEFORE me, the undersigned authority, personally appeared JIM MONEYHUN who, being by me first duly cautioned and sworn, deposes and says that he is the individual who executed the foregoing instrument and acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 9TH day of May, 1995.



  
NOTARY PUBLIC, State of Florida



Printed Name of Notary

My Commission Expires:

Commission No. (if any):

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT OF  
GREENSPACE PRESERVATION ASSOCIATION, INC.,**

Pursuant to §§ 48.091 and 617.0501, *Florida Statutes*, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon GREENSPACE PRESERVATION ASSOCIATION, INC., a Corporation Not-for-Profit, organized under the laws of the State of Florida, does hereby accept the appointment of Registered Agent for the above-named Corporation and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said Corporation, which Registered Office is located at 708 NW 8th Ave, Gainesville FL 32601.

IN WITNESS WHEREOF, I, the said Registered Agent have hereunto set my hand and seal at Gainesville, Alachua County, Florida, on this 9th day of May, 1995.

  
SAMUEL A. MUTCH

FILED  
MAY 15 PM 4:09  
ALACHUA COUNTY, FLORIDA