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LAW OFFICES

SALTER, FEIDER, YENSER & MURPHY, P.A.

POST OFFICE DRAWER 1589

GAINESVILLE, FLORIDA 32602-1589

JAMES G. FEIDER, JR.  
DENISE LOWRY HUTSON  
SHANNON M. MILLER  
MELISSA JAY MURPHY  
JAMES D. BALTER  
NANCY E. YENSER

703 NORTHEAST 1ST STREET  
GAINESVILLE, FLORIDA 32601

TELEPHONE (352) 376-8201

FAX (352) 376-7996  
REAL ESTATE FAX (352) 376-0648

September 17, 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6427  
Tallahassee, FL 32301

800001950538  
-09/18/96--01062--020  
\*\*\*\*122.50 \*\*\*\*122.50

EFFECTIVE DATE

19-11-96

In re: Scout Hut Preservation Society, Inc.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy each of the Articles of Corporation for the above-referenced corporations.

Also enclosed please find this firm's checks in the amount of \$122.50 each for the following:

Filing Fee	\$ 35.00
Registered Agent Designation	35.00
Certification Copy of Articles	52.50
	<u>\$122.50</u>

We appreciate your cooperation in this matter. If you require any further information or have any questions, please advise.

Sincerely yours,

*Michelle K. Womble*

Michelle K. Womble  
Legal Assistant to  
Denise Lowry Hutson

/mkw  
Enclosures

*Michelle K. Womble* GAVE

AUTHORIZATION BY PHONE TO

CORRECT *10-1-96*

DATE *10-1-96*

DOC EXAM *10-1-96*

RECEIVED SEP 19 1996

**CERTIFICATE OF INCORPORATION  
OF  
SCOUT HUT PRESERVATION SOCIETY, INC.**

**EFFECTIVE DATE**  
11-16-96

This is to certify that we, the undersigned, all being of full legal age, do hereby associate ourselves for the purpose of forming a nonprofit corporation under and by virtue of the laws of the State of Florida, and further certify that:

**ARTICLE I**

(a) The name of the corporation is SCOUT HUT PRESERVATION SOCIETY, INC. referred to as "the corporation";

(b) Existence of the corporation shall commence upon the date of subscription and acknowledgement, and its existence shall be perpetual.

(c) The principal office of the corporation will be located at 510 S.E. 4th Avenue, Gainesville, FL, 32601.

**ARTICLE II**

The purposes for which the corporation is formed, and the business and objects to be carried on and promoted by it, are as follows:

(a) To provide for restoration, preservation and protection of the Scout Hut located at 510 S.E. 4th Avenue, Gainesville, Alachua County, Florida

(b) To provide the private sector leadership needed to develop an ongoing preservation constituency for the Scout Hut.

(c) To educate the public through the development of programs of information on the Scout Hut.

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(d) To develop an affirmative program to advocate preservation and conservation of the Scout Hut.

(e) To develop and maintain communication between public and private organizations and individuals concerned with preservation of the Scout Hut.

(f) The corporation is irrevocably dedicated to and operated exclusively for nonprofit purposes and no part of the income or assets of the corporation shall be distributed to, or inure to the benefit of, any individual.

**ARTICLE III**

The corporation is empowered:

(a) To buy, own, sell, assign, mortgage or leave any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incident to the accomplishments of the purposes set forth in Article II hereof.

(b) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge or other lien on the corporation's property.

(c) To do and perform all acts reasonably necessary to accomplish the purpose of the corporation.

(d) In the event of the dissolution of the corporation or the winding up of its affairs, or other liquidation of its assets, the corporation's property shall not be conveyed

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to any organization created or operated for profit or to any individual for less than the fair market value of such property, and all assets remaining after the payment of the corporation's debts shall be conveyed or distributed only to an organization or organizations created and operated for nonprofit purposes similar to those of the corporation.

**ARTICLE IV**

The number of directors of the corporation shall be not less than three (3) nor more than nine (9) and shall be elected at the annual meeting of the members of the corporation from the membership. The directors of the corporation shall serve for a term of three years. The original directors, who shall serve until the initial annual meeting of the membership, are:

<u>Name</u>	<u>Address</u>
Doyle H. Hayes	Post Office Box 395 Branford, FL 32008
Mark V. Barrow, M.D., Ph.D.	810 E. University Avenue Gainesville, FL 32601
Robert Jerome	510 SE 4th Avenue Gainesville, FL 32601

The directors shall serve without compensation.

Membership in the corporation shall be limited to individuals who are dedicated to the purposes of the corporation as set forth in Article II of this certificate of incorporation.

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The officers of the corporation, as provided by the By-Laws of the corporation, shall be elected by the directors of the corporation, and shall serve until their successors are elected and have qualified. The directors shall elect the regular officers of the corporation at the annual meeting, for the term of one year. The secretary and treasurer may be one and the same person, and need not be a director of the corporation.

**ARTICLE V**

The subscriber of this corporation and his address is:

<u>Name</u>	<u>Address</u>
Mark V. Barrow, M.D., Ph.D.	810 E. University Avenue Gainesville, FL 32601

**ARTICLE VI**

The officers of the corporation shall consist of a President, a Vice President, and a Secretary/Treasurer, and such other officers as the Board of Directors shall from time to time determine. The initial officers, who shall serve until successors are elected at the initial annual meeting of the Board of Directors, are:


<u>Name</u>	<u>Address</u>
Doyle H. Hayes President	Post Office Box 395 Branford, FL 32008
Mark V. Barrow, M.D., Ph.D. Vice President and Secretary/Treasurer	810 E. University Avenue Gainesville, FL 32601

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ARTICLE VII

By-Laws of the corporation shall be adopted, amended and rescinded by the directors at any regular or any special meeting called for that purpose so long as they are not inconsistent with the provisions of these Articles.

Executed by the incorporators this 16<sup>th</sup> day of September, 1996.

  
Mark V. Barrow, M.D., Ph.D.

STATE OF FLORIDA  
COUNTY OF ALACHUA

On this 16<sup>th</sup> day of September, 1996, before me, the undersigned officer, personally appeared Mark V. Barrow, M.D., Ph.D., a subscriber to this corporation, and known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I hereto set my hand and official seal.

  
Notary Public, State of Florida



ANDREA M. BRINSKO  
My Comm Exp. 4/17/99  
Bonded By Service Ins  
No. CC453359  
☒ Personally Known ☐ Other I.D.

STATE OF FLORIDA  
DEPARTMENT OF STATE

The following is submitted, in compliance with Chapter 48.091 of the Florida Statutes.

SCOUT HUT PRESERVATION SOCIETY, / INC.  
a corporation organizing under the laws  
of the State of Florida, with its principal office at 510 S.E. 4th Avenue, Gainesville,  
Alachua County, Florida, 32601, has named Mark V. Barrow, M.D., Ph.D., as its agent  
to accept service of process within this State. The registered office shall be located at  
810 E. University Avenue, Gainesville, FL, 32601.

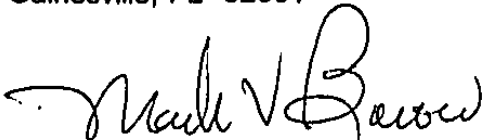
The initial officers of the corporation are:

Name  
Doyle H. Hayes  
President

Address  
Post Office Box 395  
Branford, FL 32008

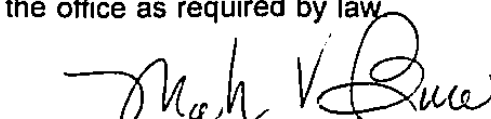
Mark V. Barrow, M.D., Ph.D.  
Vice President and  
Secretary/Treasurer

810 E. University Avenue  
Gainesville, FL 32601

  
MARK V. BARROW, M.D., PH.D.

ACCEPTANCE

I AGREE, as Registered Agent, to accept Service of Process; to keep an office  
open during prescribed hours; to post my name (and the name of other officers of said  
corporation authorized to accept service of process) at the above Florida designated  
address, in some conspicuous place in the office as required by law.

  
MARK V. BARROW, M.D., PH.D.