

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
904-222-0393 FAX

800-342-9086



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PREMIER HALL
LEGAL & FINANCIAL SERVICES

N960000006405

ACCOUNT NO. : 072100000032

REFERENCE : 176807 80576A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 5, 1996

ORDER TIME : 10:40 AM

ORDER NO. : 176807-005

CUSTOMER NO: 80576A

CUSTOMER: William S. Wood, Esq
WILLIAM S. WOOD, ESQ

P.O. Box 3365

Tequesta, FL 33469-0365

300002021029--1
-12/05/96--01050--017
*****70.00 *****70.00

80576A-5
12/10/96
10:40 AM

W96-25504

DOMESTIC FILING

NAME: A.R. SHARPE FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS: _____

5/12/17



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 5, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: A.R. SHARPE FOUNDATION, INC.
Ref. Number: W96000025504

We have received your document for A.R. SHARPE FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 496A00054628

RESUBMIT

Please give original
submission date as file date.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 16, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: A.R. SHARPE FOUNDATION, INC.
Ref. Number: W96000025504

We have received your document for A.R. SHARPE FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 696A00055994

RESUBMIT

Please give original
submission date as file date.

**ARTICLES OF INCORPORATION
OF
A.R.SHARPE FOUNDATION, INC.**
(a Corporation Not for Profit)

56 DEC -5 11:19:08
90 DEC -5 11:19:08

The undersigned, by these Articles, associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and do agree to the following:

ARTICLE I. NAME

The name of this corporation is the **A.R.SHARPE FOUNDATION, INC.**, a Corporation Not for Profit.

ARTICLE II. PURPOSES

The purposes for which this organization has been organized is for all lawful purposes, including, but not limited to, maintaining and protecting the wet lands and other environmentally sensitive property in Connecticut.

ARTICLE III. POWERS

The powers of the Corporation shall include and be governed by the following provisions:

(a) The corporation shall have all the common law and statutory powers of a corporation not for profit not in conflict with the terms of these Articles.

(b) The corporation shall have the powers and duties set forth in Chapter 617 of the Florida Statutes. In order to promote the purposes of this corporation, it may acquire property by grant, gift, purchase, devise or bequest and hold and dispose of such property as the corporation shall require for the benefit of its members and not for pecuniary profit. The corporation shall have the right to maintain and use appropriate bank accounts for the purposes of the corporation

and to execute all necessary documents which might be reasonably necessary to further the purposes of the corporation. The corporation shall have the right to enter into contracts and conveyances and to acquire, solicit, borrow, lend and otherwise deal in moneys and assets which are reasonably necessary to further the primary purposes of the corporation. The corporation shall have the right to employ and pay salaries to necessary personnel to perform the services required for the proper operation of the purposes of this corporation. The corporation has the right to maintain offices anywhere in the States of Florida and Connecticut.

ARTICLE IV. MEMBERSHIP

The corporation formed hereby shall have not capital stock, and shall be composed of members rather than shareholders. The conditions and regulations of membership and the rights or other privileges of the classes of members shall be determined and fixed by the bylaws.

The private property of the members of this corporation shall not be liable for its corporate debts.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SUBSCRIBERS

The names and residences of the subscribers to these Articles are:

<u>NAME</u>	<u>ADDRESS</u>
T.L. SHARPE	20 Celestial Way #315, Juno Beach, FL 33408-2345
SYLVIA A. SHARPE	20 Celestial Way #315, Juno Beach, FL 33408-2345

ARTICLE VII. OFFICERS

Section 1. The officers of the Corporation shall be a President, such number of Vice Presidents, a Secretary, a Treasurer and such other officers as may be provided in the By-Laws.

Section 2. The names and addresses of the officers who are to serve as officers of the Corporation until the first annual meeting of the Board of Directors are:

<u>OFFICE</u>	<u>NAME</u>	<u>ADDRESS</u>
President	T.L. SHARPE	20 Celestial Way #315, Juno Beach, FL 33408-2345
Sec/Treas.	SYLVIA A. SHARPE	20 Celestial Way #315, Juno Beach, FL 33408-2345

Section 3. The Secretary and Treasurer may be one and the same individual, and a Vice President may hold an additional office concurrently.

Section 4. The Officers shall be elected at the annual meeting of the Board of Directors unless otherwise stated in the By-law; in which event the By-laws shall control.

ARTICLE VIII. BOARD OF DIRECTORS

Section 1. The business affairs of this Corporation shall be managed by the Board of Directors. This Corporation shall have ~~three~~ (3) directors initially. The amount of directors may be increased by the By-Laws of the Corporation, but shall never be less than two (2) persons.

Section 2. The Board of Directors shall be members of the Corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

Section 4. The names and addresses of the persons who are to serve as directors of this

Corporation for the ensuing year or until the annual meeting of the Corporation are:

NAME	TERM	ADDRESS
T.L. SHARPE	1 year	20 Celestial Way #315, Juno Beach, FL 33408-2345
SYLVIA A. SHARPE	1 year	20 Celestial Way #315, Juno Beach, FL 33408-2345
JOYCE SHARPE HECKMAN	1 year	3 Fencove Ct., Old Saybrook, CT 06475

ARTICLE IX. BY-LAWS

Section 1. The Board of Directors of this Corporation may provide for such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice, the By-Laws may be amended, altered or rescinded by a majority vote of those members of the Board present at any regular meeting or any special meeting called for that purpose.

Section 3. Such By-Laws of the Corporation then in effect are to be always available for inspection by the membership.

ARTICLE X. AMENDMENTS

Section 1. Articles of incorporation may be amended at a special meeting of the membership called for that purpose by a seventy-five (75%) percent vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given as provided by the By-Laws of intention to submit such amendments.

ARTICLE XI. PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be: 20 Celestial Way # 315, Juno Beach, FL 33408-2345, or at such other place as designated by the Board of Directors from time to time.

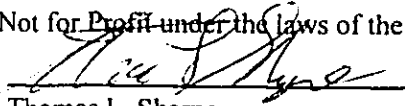
ARTICLE XII. INDEMNIFICATION

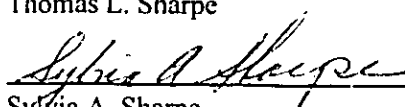
Every director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party in which he or she may become involved by reason of his or her being or having been a director or an officer of the Corporation, whether or not he or she is a director or an officer at 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.

ARTICLE XIII. DISTRIBUTION OF ASSETS UPON DISSOLUTION

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or Local Government for exclusive public purposes.

IN WITNESS WHEREOF, we the undersigned subscribing incorporators, have hereunto set our hands and seals this 3^d day of December, 19 96, for the purpose of forming this Corporation Not for Profit under the laws of the State of Florida.

 (Seal)
Thomas L. Sharpe

 (Seal)
Sylvia A. Sharpe

STATE OF FLORIDA)


) ss

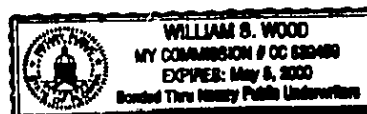
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared THOMAS L. SHARPE and SYLVIA A. SHARPE, to me well known or who have produced drivers' licenses as identification, the same being license no. 5616-337-74¹⁷³⁻⁰ and license no. 5610-799-2684¹⁻⁰ respectively, and they are known to me to be the persons described in and who executed the foregoing and articles of incorporation, and they acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed, and they did not take an oath.

WITNESS my hand and official seal this 31 day of

December, 1996, in the State and County aforesaid.


Notary Public, State of Florida at Large.
My Commission Expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

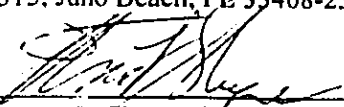
Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

A.R. SHARPE FOUNDATION, INC.

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

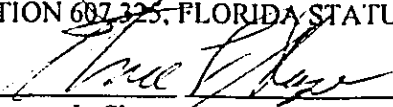
Thomas L. Sharpe, 20 Celestial Way # 315, Juno Beach, FL 33408-2345



Thomas L. Sharpe, President

Date: 12-3-96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.



Thomas L. Sharpe

Date: 12-3-96

96 DEC -5 PM 10:08
SECRET
OFFICE OF THE
CLERK OF THE
SUPREME COURT
JAN 10 1997