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Department of State

Memorandum Office of the General Counsel

TO: Karon Beyer, Chief
Bureau of Commercial Recording

FROM: Gerard T. York,
Assistant General Counsel

DATE: September 8, 1998

RE: Citizen Support Organizations

900002635759--1

Attached please find for filing original articles of incorporation for: NORTHEAST FLORIDA PRESERVATION, INC.; SOUTHEAST FLORIDA PRESERVATION, INC.; and CENTRAL WEST FLORIDA PRESERVATION, INC.

Each one of these corporations is a non-profit organization organized pursuant to section 267.17(d), Florida Statutes, to provide assistance to the Florida Department of State, Division of Historical Resources, in the area of historical preservation. Accordingly, it is submitted that filing fees should not be collected with respect to these entities.

Please call if you have any questions.

/gty
Attachments

FILED
98 SEP -9 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ok per
KB

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9/9

ARTICLES OF INCORPORATION
OF
NORTHEAST FLORIDA PRESERVATION, INC.
(a corporation not for profit)

FILED
98 SEP -9 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator signs and delivers these Articles of Incorporation in order to form a corporation not for profit under the laws of the State of Florida.

ARTICLE I. NAME AND ADDRESS OF CORPORATION.

The name of this corporation is NORTHEAST FLORIDA PRESERVATION, INC. The address of the principal office of the corporation is 48 King Street, St. Augustine, Florida 32085 and its mailing address is Post Office Box 4168, St. Augustine, Florida 32085-4168.

ARTICLE II. PURPOSES.

A. This corporation is organized and shall operate exclusively to advise the Florida Department of State, Division of Historic Resources, to serve to encourage historic preservation in Clay, Duval, Flagler, Nassau, Putnam, St. Johns, Volusia and Alachua counties, in a manner consistent with the policies and goals of the Department in fostering a statewide heritage network in accordance with sections 267.17 and 267.061, Florida Statutes. The corporation may use the property and facilities of the Division, pursuant to section 267.17, Florida Statutes, but such use must be appropriate and must be directly in keeping with the approved purposes of the citizen support organization and may not be made at times or places that would unreasonably interfere with opportunities for the general public to use such facilities for established purposes.

B. It shall be the responsibility of this corporation, as set forth in a letter of agreement pursuant to section 267.17(1)(d), Florida Statutes, to provide assistance, advice and recommendations to the Florida Department of State, Division of Historical Resources, through the St. Augustine Regional Preservation Office in establishing priorities for the identification, acquisition, protection, and preservation of historic and archaeological sites and properties; establishing criteria for use in assessing the significance of historic and archaeological sites and properties; providing an active outreach program to encourage public understanding of and involvement in the preservation of the state's historic and archaeological sites and properties; identifying and expressing public goals for historic preservation programs administered by the Division of Historical Resources; and providing such other assistance and advice to the Division of Historical Resources as may be required from time to time in matters pertaining to the protection and preservation of the state's historical and archaeological sites and properties.

ARTICLE III. TERM OF EXISTENCE.

This corporation is to exist perpetually.

ARTICLE IV. DIRECTORS.

The directors are to be appointed by the Secretary of State and are qualified through the demonstration of special interest, experience, or education, in the preservation of the state's historic and archaeological sites and properties. The Board of Directors shall not exceed 15 members, but shall include at least one member from each county in this corporation's geographic service area of: Clay, Duval, Flagler, Nassau, Putnam, St. Johns, Volusia and Alachua counties. The Historical Resources Administrator of the St. Augustine Regional Preservation Office shall be the ex-officio Secretary of the Board of Directors.

The term of office of each director shall be three years, except that the terms for the initial directors of this support organization shall be for a term of two or three years as determined by the Board of Directors during the organization's first business meeting, which shall be recorded. No person shall serve more than two consecutive terms as a director. If a director misses 3 consecutive meetings or all of the meetings within a fiscal year, this may be considered cause for removal. Any vacancy occurring in the Board of Directors may be filled by the Secretary of State, but such appointment shall be for the remainder of the unexpired term only.

ARTICLE V. OFFICERS

The officers of the corporation shall consist of a Chairman, Vice Chairman and Secretary. The directors shall elect officers annually at the first meeting of the fiscal year. The Historical Resources Administrator of the St. Augustine Regional Preservation Office shall be ex-officio Secretary.

ARTICLE VI. MEETINGS

At least two meetings shall be held each year. Meetings shall be held at various locations within the geographic service area and shall be publicly noticed. Meetings will be called at the request of the Division of Historical Resources or the St. Augustine Regional Preservation Office, or by the Chairman.

ARTICLE VII. QUORUM

A majority of directors shall constitute a quorum for the transaction of business. The vote of a majority of directors present at a meeting at which a quorum is present shall constitute the action of the Board of Directors. If less than a quorum is present, then a majority of those directors present may adjourn the meeting from time to time without notice until a quorum is present.

ARTICLE VIII. NAME AND ADDRESS OF INCORPORATOR.

The name and address of the incorporator of this corporation is Ms. Leslee Keys, 48 King Street, St. Augustine, Florida 32085.

ARTICLE IX. NAME AND OFFICE OF REGISTERED AGENT.

The name of this corporation's initial registered agent and the street address of this corporation's initial registered office are: Ms. Leslee Keys, 48 King Street, St. Augustine, Florida 32085.

ARTICLE X. NONPROFIT OPERATION

The corporation will not have or issue shares of stock. The corporation will not have income or assets.

IN WITNESS WHEREOF, the undersigned has subscribed to these Articles of Incorporation at St. Augustine, Florida, this 1st day of September 1998.



Incorporator


CERTIFICATE DESIGNATING OFFICE FOR THE
SERVICES OF PROCESS WITHIN THIS STATE, AND
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Section 617.0202, Florida Statutes, the following is submitted in compliance with the Florida Not For Profit Corporation Act:

First: That Northeast Florida Preservation, Inc., desiring to organize under the laws of the State of Florida, with its principal office at St. Augustine, Florida, has named Leslee Keys, at the same address as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been appointed to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept such appointment.


LESLEE KEYS

FILED
98 SEP -9 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA