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

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-10/22/98--01099--004
*****87.50 *****87.50

SUBJECT: St. Joseph Bay Environmental Education, 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: James J. Newton
Name (Printed or typed)

2002 Monument Ave.
Address

Port St. Joe FL 32456
City, State & Zip

850-229-7115
Daytime Telephone number

FILED
98 OCT 22 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jim Newton HAVE
AUTHORIZATION BY PHONE TO
CORRECT art. 4
DATE 10/23/98
DOC. EXAM TA

NOTE: Please provide the original and one copy of the articles.

I corr. art. 2.

TA-10/23/98

ARTICLES OF INCORPORATION
OF
ST. JOSEPH BAY ENVIRONMENTAL EDUCATION, INC.
A NON-PROFIT CORPORATION

The undersigned incorporator, for the purpose of forming under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME OF CORPORATION

The name of this corporation is St. Joseph Bay Environmental Education, Inc.

ARTICLE II
PLACE OF BUSINESS

The principal place of business and mailing address is:

2002 Monument Ave.
Port St. Joe, FL 32456

ARTICLE III
SPECIFIC PURPOSE OF CORPORATION

The specific purposes for which this corporation is organized are:

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

This corporation is organized to provide environmental, historical and cultural education concerning St. Joseph Bay and its surroundings to the general public, including the residents of Gulf County, Florida and visitors to the area. It also will promote public education on sustainable development and industrial ecology through educational forums such as lectures, seminars, meetings and conferences.

Any additional provisions for the operation of the corporation are as follows:

- A) The period of duration of this corporation is perpetual.
- B) There will be no members in this corporation.
- C) Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal

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Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

D) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

E) No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

F) Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

G) In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

ARTICLE IV BOARD OF DIRECTORS

The number of initial directors of this corporations is five. The general term of office, except for the initial terms, shall be five (5) years. The directors are members of the community who have agreed to serve as directors. The election of directors at the completion of the terms of service and the filling of any vacancies will be the responsibility of the surviving directors. The initial Board of Directors names, addresses and their length of initial terms are as follows:

James J. Newton, P.E., DEE (5) 2002 Monument Ave. Port St. Joe, FL 32456	Susan M. Newton (4) 2002 Monument Ave. Port St. Joe, FL 32456	David Fuze (2) 1613 Marvin Ave. Port St. Joe FL 32456
Earle M. Rader (3) 4538 Menewa Path Pensacola, FL 32504	Dr. Robert E. King, D.D.S. (2) 2009 Constitution Ave. Port St. Joe, FL 32456	

*** The manner of election will be according to the Bylaws.**

**ARTICLE V
REGISTERED AGENT**

The name and address of the registered agent of this corporation are:

James J. Newton
2002 Monument Ave.
Port St. Joe, FL 32456

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature/Registered Agent

10/12/98
Date

**ARTICLE VI
INCORPORATOR**

The name and address of the incorporator of this corporation is:

James J. Newton
2002 Monument Ave.
Port St. Joe, FL 32456.

The undersigned incorporator hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.


Signature/Incorporator

10/12/98
Date

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