

N990000001566

TRANSMITTAL LETTER

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

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-03/11/99--01001--017
*****87.50 *****87.50

SUBJECT: Friends of Perdido Bay of Florida, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and check for:

**\$87.50 - Filing Fee, Certified Copy & Certificate
(ADDITIONAL COPY INCLUDED)**

From: Albert T. Gimbel
Messer, Caparello & Self, P.A.
215 South Monroe Street, Ste. 701
Tallahassee, FL 32301
(850) 222-0720

FILED
99 MAR 11 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~W99-5836~~
DMG
3/10/99

RECEIVED
99 MAR 10 PM 3:39
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 10, 1999

ALBERT T. GIMBEL
MESSER, CAPARELLO & SELF, P.A.
215 S MONROE ST SUITE 701
TALLAHASSEE, FL 32301

SUBJECT: FRIENDS OF PERDIDO BAY OF FLORIDA, INC.
Ref. Number: W99000005836

We have received your document for FRIENDS OF PERDIDO BAY OF FLORIDA, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please make reference to the NOT-FOR-PROFIT CORPORATION ACT in your document.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 899A00011397

LAW OFFICES
MESSER, CAPARELLO & SELF
A PROFESSIONAL ASSOCIATION

215 SOUTH MONROE STREET, SUITE 701
POST OFFICE BOX 1876
TALLAHASSEE, FLORIDA 32302-1876
TELEPHONE: (850) 222-0720
TELECOPIERS: (850) 224-4359; (850) 425-1942

March 12, 1999

VIA HAND DELIVERY

Ms. Doris McDuff, Supervisor
Division of Corporations
Secretary of State
Firestone Building
Tallahassee, FL

Re: Friends of Perdido Bay of Florida, Inc.

Dear Ms. McDuff:

The individuals that incorporated Friends of Perdido Bay, Inc. are the same individuals seeking to incorporate Friends of Perdido Bay of Florida, Inc., a not-for-profit Florida corporation.

Should you need any further information, do not hesitate to contact me.

Sincerely,



Albert T. Gimbel

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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida business Corporation Act, hereby adopts the following Articles of Incorporation. (A Not-For-Profit Corporation)

ARTICLE I NAME

The name of the corporation shall be:

FRIENDS OF PERDIDO BAY OF FLORIDA, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10738 Lillian Highway, Pensacola, FL 32506

ARTICLE III PURPOSE

The specific purpose(s) for which the corporation is organized is (are):

Provide for the membership a place to hold meetings, carry on conferences, and to engage in the promotion to preserve Perdido Bay for the health, safety and benefit of the public and pursue such other legal and approved activities that may be incidental or supplemental to the objects and purposes herein expressed.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is:

The board of directors of this organization shall consist of the duly-elected officers thereof, who shall serve as directors officio during their regular term of office. The president shall be the ex-officio chairman of the board of directors. The officers of the organization shall be a president, vice president and secretary-treasurer, who shall be elected during the organization's annual meeting every three years. Election of said officers shall be conducted by the board of directors. A majority vote of the board of directors shall constitute a quorum.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

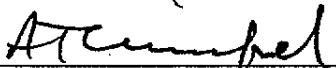
The name and Florida street address of the initial registered agent are:

Richard A. Lotspeich, Esq.
Messer, Caparello & Self, P.A.
215 South Monroe Street, Ste. 701
Tallahassee, FL 32301

ARTICLE VI INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

Albert T. Gimbel, Esq.
Messer, Caparello & Self, P.A.
215 South Monroe Street, Ste. 701
Tallahassee, FL 32301



Signature/Incorporator

3/10/99

Date

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

3/10/99

Date

FILED
99 MAR 11 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA