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Rogers, Towers, Et al - Mary Rose
Requestor's Name

106 S. Monroe Street
Address

Tallahassee, Florida 32301
City/State/Zip Phone #
222-7200

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Save Our Bridge, Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 4.9.99 ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 APR -9 PM 2:06

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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ARTICLES OF INCORPORATION

OF

SAVE OUR BRIDGE, INC.

(A Florida Nonprofit Corporation)

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99 APR -9 PM 2:07
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We, the undersigned, all of whom are citizens of the United States and residents of the State of Florida, being of full age, acting as incorporators for the purposes of creating a nonprofit corporation under the Laws of the State of Florida, as contained in Chapter 617 of the Florida Statutes, as presently constituted, do hereby set forth:

ARTICLE I

Corporate Name

The name of this corporation is SAVE OUR BRIDGE, INC.

ARTICLE II

Corporate Nature

This is a nonprofit corporation, organized solely for educational purposes pursuant to the Florida Corporations Not-For-Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III

Duration

The term of existence of the corporation is perpetual.

ARTICLE IV

General and Specific Purposes

The specific and primary purposes for which this corporation is formed are:

- (a) for the preservation of the historically and architecturally significant Bridge of Lions in St. Augustine, Florida, by the education of the public and government officials, exploration of creative transportation alternatives or such other lawful methods as advance the primary goal.
- (b) to operate exclusively in any other manner for such educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private educational foundations.

ARTICLE V

Management of Corporate Affairs

- (a) BOARD OF TRUSTEES. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The initial number of

Trustees of the corporation shall be five (5), provided, however, that such number may be changed by a by-law duly adopted by the Board to an uneven number not less than three (3).

The Trustees named herein as the first Board of Trustees shall hold office until the first annual meeting of the Board at which time an election of Trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the next annual meeting of the Board following the election of Trustees and until the qualification of the successors in office. Annual meetings shall be held at such time and/or place or places as the Board of Trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Trustees under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Trustees without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Trustees are as follows:

<u>Name</u>	<u>Address</u>
Theresa Segal	126 Oneida Street, St. Augustine, FL 32084
Charles A. Tingley	18 Carrera Street, St. Augustine, FL 32084
Lesley Thomas	32 Cordova Street, St. Augustine, FL 32084
Janis V. Williams	35 Valencia Street, St. Augustine, FL 32084
Nancy Sikes-Klein	15 Miruela Street, St. Augustine, FL 32084

(b) **CORPORATE OFFICERS.** The Board of Trustees shall elect the following officers: President, Vice-President, and Secretary/Treasurer, and such other officers as the by-laws of this corporation may authorize the Trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Trustees. Until such election is held, the following persons shall serve as corporate officers:

President:	Theresa Segal
Vice-President:	Charles A. Tingley
Secretary/Treasurer:	Lesley Thomas

ARTICLE VI

Earnings and Activities of Corporation

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the 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 Article IV hereof.

(b) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions

to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

(d) Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII

Distribution of Assets

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

Membership

The corporation shall have one (1) class of members and the membership shall consist of the Board of Trustees.

ARTICLE IX

Incorporators

The names and residence addresses of the Incorporators of this corporation are as follows:

<u>Name</u>	<u>Address</u>
Janis V. Williams	35 Valencia St., St. Augustine, 32085 OR P.O. Box 3404, St. Augustine, 32085

ARTICLE X

Amendment of Bylaws

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not For Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation. Bylaws of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Trustees, or by following the procedure set forth therefor in the Bylaws.

ARTICLE XI

Dedication of Assets

The property of this corporation is irrevocably dedicated to educational purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer

or member thereof, or to the benefit of any private individual.

ARTICLE XII

Registered Agent and Office

The address of the corporation's registered office shall be 35 Valencia Street, St. Augustine, FL 32084 (P.O. Box 3404, St. Augustine, FL 32085), and the name of its registered agent at said address shall be Janis V. Williams, whose acceptance of said designation is signified by her signature below.

ARTICLE XIII

Amendment of Articles

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to a quorum of members for their vote.

We, the undersigned, being the subscribers and incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 7th day of April, 1999.

Janis V. Williams
Incorporator JANIS V. WILLIAMS

Janis V. Williams
Registered Agent
JANIS V. WILLIAMS

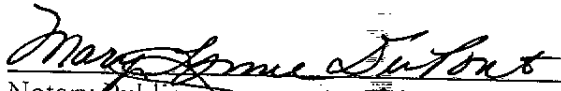
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA.
COUNTY OF ST. JOHNS

BEFORE ME, the undersigned authority, personally appeared Janis V. Williams as incorporator and as registered agent, to me known to be the person who executed the foregoing Articles of Incorporation and they acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 7th day of April, 1999.



Notary Public
State of Florida at Large
My Commission Expires: _____

HAUSER\CLB\SOB\ARTICLES

MARY ANNE DuPONT
Commission No. CC 558417
Expiration Date: 6/2/2000