

N99000003381

TRANSMITTAL LETTER

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

SUBJECT: Help Save the Apalachicola River Group Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

___\$70.00 Filing Fee
X\$78.75 Filing Fee & Certificate
___\$122.50 Filing Fee & Certified Copy
___\$131.25 Filing Fee , Certified Copy & Certificate

FROM: Help Save the Apalachicola River Group
Marilyn Blackwell
4812 County Road 381
Wewahitchka, Florida 32465

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
FILED

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

In compliance with Chapter 617, Florida Statutes, the undersigned, all of whom are residents of the State of Florida and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and adopt the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be Help Save the Apalachicola River Group, Inc.

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this corporation shall be 4812 County Road 381, Wewahitchka, Florida 32465.

ARTICLE III PURPOSE(S) AND POWERS OF THE CORPORATION

The general purpose of this corporation is to engage in any activity in which the laws of the state of Florida allow a not-for-profit corporation to engage.

Specifically, the corporate purposes of this not-for-profit corporation are to conserve, maintain and restore the Apalachicola River and associated species and habitat.

This specific description of corporate purposes in the paragraph above shall not restrict this not-for-profit corporation's involvement in other social and environmental issues of local, state, national, or international significance.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

Marilyn Blackwell, whose address is 4812 County Road 381, Wewahitchka, Florida 32465, is hereby appointed the initial registered agent.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V
MEMBERSHIP

Membership is open to all persons over the age of eighteen (18) years who are interested in furtherance of the purpose of the Corporation, subject to approval of the Board of Directors or the membership. The initial members of this not-for-profit corporation are:

Julian Anderson
4910 County Road 381
Wewahitchka, FL 32465

Billie Bateson
6852 Ganley Road
Wewahitchka, FL 32465

Jerri Bateson
6852 Ganley Road
Wewahitchka, FL 32465

Marilyn Blackwell
4812 County Road 381
Wewahitchka, FL 32465

George Boyer
834 Bryants Landing Road
Wewahitchka, FL 32465

Ruth Bryant
1645 County Road 381
Wewahitchka, FL 32465

Willard Bryant
1645 County Road 381
Wewahitchka, FL 32465

Elizabeth Carnley
P. O. Box 202
Wewahitchka, FL 32465

Wayne Childers
702 Monument Ave.
Port St. Joe, FL 32456

Sammy Cunard
4812 County Road 381
Wewahitchka, FL 32465

Marchelle Gates
955 County Road 381
Wewahitchka, FL 32465

Marion Hough
183 County Road 20
White City, FL 32465

Stanley Johnson
P. O. Box 319
Bristol, FL 32321

L.L. Lanier
P. O. Box 706
Lakegrove Road
Wewahitchka, FL 32465

Martha T. Lanier
P. o. Box 705
Lakegrove Road
Wewahitchka, FL 32465

Grant McLemore
867 County Road 381A
Wewahitchka, FL 32465

Monica McLemore
867 County Road 381A
Wewahitchka, FL 32465

Abigail Taunton
P. O. Box 870
Wewahitchka, FL 32465

Danny Taunton
P. O. Box 870
Wewahitchka, FL 32465

David Taunton
P. O. Box 870
Wewahitchka, FL 32465

Johnny Tucker
P. O. Box 1053
Wewahitchka, FL 32465

Levere Walker
P. O. Box 146
Sumatra, FL 32335

Thelma Walker
P. O. Box 146
Sumatra, FL 32335

**ARTICLE VI
VOTING RIGHTS**

The Corporation shall have one class of voting membership, which shall be entitled to vote for Directors of this not-for-profit corporation and on amendments to these Articles of Incorporation, and which shall consist of all members (as defined in Article V). The members shall be entitled to one vote each.

**ARTICLE VII
BOARD OF DIRECTORS**

The affairs of this corporation shall be managed by a Board of not less than three (3) Directors, who must be members of the Corporation. The method of election of Directors shall be as stated in the bylaws of the Corporation. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Marilyn Blackwell	4812 County Road 381 Wewahitchka, FL 32465
Daniel Taunton	P.O. Box 870 Wewahitchka, FL 32465
Ruth Bryant	1645 County Road 381 Wewahitchka, FL 32465

**ARTICLE VIII
OFFICERS**

The officers of this Corporation shall be a President and Vice President, who shall at all times be members of the Board of Directors, a Secretary, and a Treasurer and such other officers shall be as set forth in the bylaws. Until the first election, Marilyn Blackwell will serve as President, Daniel Taunton will serve as Vice President, and Ruth Bryant will serve as Secretary/Treasurer. All officers must be members of the Corporation, except for the Treasurer.

ARTICLE IX
BYLAWS

The initial bylaws for this not-for-profit corporation shall be adopted by a vote of a majority of the members of the Board of Directors. The power to amend, alter, repeal and/or adopt new bylaws is vested in the Board of Directors.

ARTICLE X
DISSOLUTION

Upon dissolution of this not-for-profit corporation, other than incident to a merger or consolidation, the assets of the corporation shall be granted, conveyed and assigned to one of the following: any nonprofit corporation, association, trust or other organization to be devoted to purposes similar to those for which this not-for-profit corporation was created; the Federal government or a state or local government for exclusively public purposes; or an organization 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.

ARTICLE XI
DURATION

The corporation shall exist perpetually.

ARTICLE XII
AMENDMENTS


Amendments to these Articles shall be adopted at a meeting of the members by a majority of the members present at the meeting, provided that quorum requirements described in the Bylaws of this not-for-profit corporation are met.

The undersigned Incorporators have executed these Articles of Incorporation this 29th day of May, 1999.

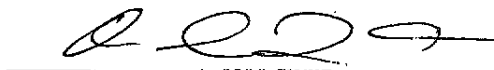
Signatures of Incorporators:



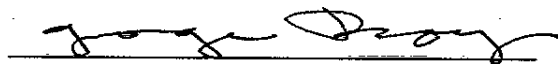
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Abigail Taunton
P.O. Box 870
Wewahitchka, FL 32465

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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:
Help Save the Apalachicola River Group Inc.
2. The name and address of the registered agent and office is:
Marilyn Blackwell
4812 County Road 381
Wewahitchka, Florida 32465

Having been named the 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.

Marilyn Blackwell
Signature

5/27/1999
Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
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