

TRANSMITTAL LETTER

✓ 99000004368

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

SUBJECT: Heritage Fountain 2000, Inc.
 (Proposed corporate name - must include suffix)

900002938803--8
 -07/22/99--01073--001
 *****78.75 *****78.75

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 of
 Status

ADDITIONAL COPY REQUIRED

FROM: Hugh Nicholson
 Name (Printed or typed)

4253 Kinsmer Rowe Drive
 Address

Tallahassee Florida 32308
 City, State & Zip

893-1046/488-1802
 Daytime Telephone number

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

59 JUL 22 PM 1:20

APPROVED
 AND
 FILED

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

6/22/99
 [Signature]

**ARTICLES OF INCORPORATION OF
HERITAGE FOUNTAIN 2000, INC.**

a Florida corporation not for profit

APPROVED
AND
FILED
99 JUL 22 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporators hereby file these Articles of Incorporation in order to form a corporation not for profit under the laws of the State of Florida.

ARTICLE I.

Name

The name of this Corporation shall be **HERITAGE FOUNTAIN 2000, INC.**

ARTICLE II.

Address

The street address of the initial principal office, and the mailing address, of this Corporation shall be 4204 Fred George Road, Tallahassee, Florida 32303.

ARTICLE III.

Corporate Purposes

The Corporation shall be a nonprofit, nonsectarian organization formed and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, which purposes shall include the acceptance from any party, from time to

time, of contributions and the deriving of income to be used or applied exclusively for the purposes set forth herein. The primary purpose of the Corporation shall be the implementation of that project known as the Waller Park Fountain Renovation/Florida Symbols Project at the Capitol building, Tallahassee, Florida, which project is generally described as the replacement and upgrade of the Waller Park fountains and the installation of three-dimensional free-standing sculptural representations of the Official State Symbols of Florida on the Waller Park structure.

The Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax pursuant to Section 501(c)(3) of the Internal Revenue Code and to which deductible contributions may be made under Sections 170, 2055, or 2522 of the Internal Revenue Code, as applicable. No part of the assets or the net earnings of the Corporation shall inure to the benefit of any officer, director, member, or any other person. No substantial part of the activities of the Corporation shall be dedicated to attempting to influence legislation by propaganda or otherwise. The Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office.

During any period that the Corporation should be deemed a private foundation, as defined by Section 509(a) of the Internal Revenue Code, the Corporation shall: (1) distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942(a); (2) not engage or be involved in any act of self-dealing, as defined in Section 4941(d), so as to give rise to any liability for the tax imposed by Section 4941(a); (3) not retain any excess business holdings as defined in Section 4943(c), so as to give rise to any liability for the tax imposed by Section 4943(a); (4) not make any investments which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Section 4944,

so as to give rise to any liability for the tax imposed by Section 4944(a); and (5) not make any taxable expenditures, as defined in Section 4945(d), so as to give rise to any liability imposed by Section 4945(a). Unless otherwise indicated, as used in these Articles, all section references are to the Internal Revenue Code of 1986, as amended, including any corresponding provisions of any subsequently enacted federal tax laws.

ARTICLE IV.
Term of Corporate Existence

This Corporation shall have perpetual existence unless dissolved according to law.

ARTICLE V.
Corporate Powers

This Corporation shall have and exercise all the powers accorded corporations not for profit under the laws of the State of Florida which are not in conflict with the Corporation's exempt purposes as provided hereinabove.

ARTICLE VI.
Members

The Corporation shall not have capital stock and shall have no voting members. The Board of Directors may authorize the establishment of nonvoting honorary membership from time to time. The qualification for such members and the manner of their admission shall be regulated by the Bylaws of the Corporation, which may establish different classes of membership.

ARTICLE VII.
Board of Directors

The powers of the Corporation shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, a Board of Directors, the number of which may be either increased or decreased from time to time as regulated by the Bylaws but shall consist of not fewer than three. The manner and method of election of the Board of Directors shall be as stated in the Bylaws of the Corporation. Where not inconsistent with Chapter 617, Florida Statutes, and the express provisions of these Articles, the Board of Directors shall have all the rights, powers, and privileges prescribed by law of directors of corporations for profit. The initial Board of Directors of the Corporation shall consist of three members, as set forth below, who shall hold office for such terms as provided in the Bylaws of the Corporation and until their successors have been elected and qualified or until their earlier resignation, removal from office, inability to act, or death:

JOAN JONES	4204 Fred George Road Tallahassee, Florida 32303
HUGH NICHOLSON	4253 Kimmer Rowe Tallahassee, Florida 32308
ROSS MORRELL	5041 Valley Farm Road Tallahassee, Florida 32303

ARTICLE VIII.
Officers

The Corporation shall have a President, a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors at such time and in such manner as prescribed by the Bylaws. The

Corporation may have such other officers and assistant officers and agents as the Board of Directors may deem necessary, to be elected by the Board of Directors or chosen in such other manner as prescribed by the Bylaws.

ARTICLE IX.
Registered Office and Registered Agent

The name of the initial Registered Agent of the Corporation and the street address of the initial Registered Office of this Corporation in the State of Florida shall be as follows:

JOAN JONES	4204 Fred George Road Tallahassee, Florida 32303
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The Board of Directors may from time to time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

ARTICLE X.
Amendment

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law, and all rights conferred upon shareholders hereunder are granted subject to this reservation.

ARTICLE XI.
Dissolution

Upon dissolution, all of the Corporation's assets remaining after payment of all costs and expenses of such dissolution shall be distributed for an exempt purpose to any organization which shall then be qualified for exemption under Section 501(c)(3) and to which a contribution shall be

permitted as a deduction under Sections 170, 2055, or 2522 as applicable, or to the federal government, or to a state or local government for a public purpose. None of the assets shall be distributed to any officer, director, or member of the Corporation, or any other person or organization not described in the preceding sentence.

ARTICLE XII.
Incorporators

The names and street addresses of the Incorporators of this Corporation are as follows:

JOAN JONES	4204 Fred George Road Tallahassee, Florida 32303
HUGH NICHOLSON	4253 Kimmer Rowe Tallahassee, Florida 32308
ROSS MORRELL	5041 Valley Farm Road Tallahassee, Florida 32303

IN WITNESS WHEREOF, we have executed these Articles of Incorporation of **HERITAGE FOUNTAIN 2000, INC.** this 22 day of July, 1999.



JOAN JONES
Incorporator



HUGH NICHOLSON
Incorporator



ROSS MORRELL
Incorporator

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

Pursuant to Sections 48.091 and 617.0501, Florida Statutes, **HERITAGE FOUNTAIN 2000, INC.**, desiring to organize as a corporation not for profit under the laws of the State of Florida, has designated 4204 Fred George Road, Tallahassee, Florida 32303, as its initial Registered Office, and has named **JOAN JONES**, located at said address, as its initial Registered Agent.



JOAN JONES
Incorporator

Date: 7/22/99



HUGH NICHOLSON
Incorporator

Date: 7/22/99



ROSS MORRELL
Incorporator

Date: 7/22/99

Having been named by the above-stated Corporation as its registered agent to accept service of process at the location designated herein, the undersigned hereby accepts said appointment and agrees to act in this capacity, is familiar with and accepts the obligations of Section 607.0505, Florida Statutes, and agrees to comply with the laws of Florida applicable thereto.



JOAN JONES
Registered Agent

Date: 7/22/99