

FRIENDS OF SARASOTA COUNTY PARKS, INC.  
ARTICLES OF INCORPORATION

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under Chapter 617 of the laws of the State of Florida, Corporations Not for Profit, and declare:

ARTICLE I

The name of the corporation shall be Friends of Sarasota County Parks, Inc. located at 6700 Clark Road, Sarasota, Florida, 34241

ARTICLE II

PURPOSES

The purposes for which this corporation is organized are as follows:

- A) To promote, solicit and encourage contributions from community organizations both private and public, and from individuals, of moneys, real and personal property and other objects or items of value, by donation, dedication, gift, bequest, devise, or otherwise, which contributions might be beneficially devoted to the public use in the establishment and development of existing and future recreational facilities, parks and open-spaces;
- B) To acquire, by purchase, gift, bequest or devise real and personal property, or any interest therein, to be used for providing public parks and recreational facilities within Sarasota County, Florida;
- C) To own, manage, use, develop and dispose of the property described above and to transfer real and personal property, or any interest therein, to the Parks and Recreation Department of Sarasota County or any other governmental unit or agency able to receive and administer the same for public parks or recreational purposes;
- D) To promote and encourage community organizations and individuals in interests and endeavors leading to the preservation of open-space lands for the enjoyment

of residents of the entire community and to the physical and spiritual recreation of present and future generations;

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E) In general, and subject to the limitations herein set forth, to exercise all of the rights and powers which are now or may hereafter be conferred on corporations not for profit under the laws of the State of Florida or which are necessary or incidental to the powers so conferred, or conducive to the purposes of the corporation, provided always that such powers may be exercised by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 and its regulations, as they now exist or may hereafter be amended, and by an organization contributions to which are deductible under Section 170(c)(2) of the Code and Regulations.

Notwithstanding any other provision of these Articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 and its regulations, as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of the Code and Regulations.

All of the assets and income of the corporation shall be used only for the purposes hereinabove set out, including the payment of expenses incidental thereto and the payment of reasonable compensation for services rendered, and **no part of its assets, net earnings or income shall inure to the benefit of or be distributable to its members, trustees, or officers, or other private persons. 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. In the event of dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the

corporation exclusively for the purposes of the corporation hereinabove set forth, provided no such asset shall be distributed other than to or for the benefit of the Parks and Recreation Department of Sarasota County or other appropriate governmental unit or agency, or to or for the benefit of an organization or organizations organized  
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and operated exclusively for charitable, educational, religious or scientific purposes which shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 and its regulations, as they now exist or may hereafter be amended.

### ARTICLE III

#### QUALIFICATIONS OF MEMBERS

The members of the corporation shall consist of the residents of Sarasota County whose names are set forth in ARTICLE VI and designated as the first Board of Trustees and such other person or persons as the Board of Trustees may elect, by a vote of a majority of the members of the Board present at any meeting.

### ARTICLE IV

#### TERM OF EXISTENCE

The term for which the corporation is to exist is perpetual.

### ARTICLE V

#### SUBSCRIBERS

The names and residences of the subscribers to the Articles of Incorporation are as follows:

1. Miriam Welch of 29 Landlubber Lane, Osprey, Fl., 34229
2. Kenneth McMillen of 1157 Morningside Place, Sarasota, Fl., 34236

3. Terry Redman of 1630 Bridge Street, Englewood, Fl., 34223

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## ARTICLE VI

### MANAGEMENT OF AFFAIRS - BOARD OF TRUSTEES

Section 1. The affairs of the corporation are to be managed by a Board of Trustees. The initial Board of Trustees shall consist of fifteen (15) persons. **The number of Trustees may be increased or decreased from time to time in the manner prescribed in the by-laws. The General Manager of the Parks and Recreation Department or his designee shall be ex-officio members of the Board of Trustees.**

Section 2. The Trustees shall be members of the corporation.

Section 3. The members of the Board of Trustees shall be elected by the members of the corporation and hold office in accordance with the By-Laws.

Section 4. The names and addresses of the persons who are to serve as Trustees until the first annual meeting of the corporation, are as follows:

**1-Boyce Blackmon of 4500 Hidden River Road, Sarasota, Fl., 34240**

2-Bruce Dayton of 1612 E. Cypress Point Dr., Venice, Fl., 34293

3-Ann Esworthy of PO Box 98, Laurel, Fl., 34272

4-Don Hay of 106 Woodingham Drive, Venice, Fl., 34292

5-Bill Korp of 765 Tyler Drive, Sarasota, Fl., 34236

6-Ron Kozlowski of 2918 Marshal Drive, Sarasota, Fl., 34239

7-Thomas Lindemuth of 1021 Burning Oak Court, Venice, Fl., 34293

8-Terry Littrell of 248 Nokomis Ave., Venice, Fl., 34285

9-Brenda Mathews of 211 S. Tamiami Trail, Venice, Fl., 34285

- 10-Kenneth McMillen of 1157 Morningside Place, Sarasota, Fl., 34236  
11-Terry Redman of 1630 Bridge Street, Englewood, Fl., 34223  
12-Jean Vallery of 4250 Brackenwood Court, Sarasota, Fl., 34232  
13-Ann VanCott of 291 Woods Point Road, Osprey, Fl., 34229  
14-Miriam Welch of 29 Landlubber Lane, Osprey, Fl., 34229  
15-Steve Wilberding of 3528 Casey Kay, Nokomis, Fl., 34275

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## ARTICLE VII

### NAMES OF THE FIRST OFFICERS

The officers of the corporation shall include a President, one or more Vice-Presidents, a Secretary, a Treasurer and such other officers as the Board of Trustees may from time to time deem necessary or appropriate. Officers shall be elected by and serve at the pleasure of the Board of Trustees. The names of the officers who are to serve until the first election under the Articles of Incorporation are as follows:

President – Terry Redman

Vice-President – Boyce Blackmon

Secretary/Treasurer – Brenda Mathews

## ARTICLE VIII

### ADOPTION AND CHANGE OF BY-LAWS

Section 1. The Board of Trustees of this corporation may provide By-Laws for the conduct of the corporation's business in the carrying out of its purposes, as it may deem necessary from time to time.

Section 2. Upon proper notice the By-Laws may be amended, altered, or rescinded by a majority vote of those members of the Board of Trustees present at any regular or any special meeting called for that purpose.

ARTICLE IX

AMENDMENTS TO ARTICLES OF INCORPORATION

Amendments to the Articles of Incorporation and/or By-Laws may be proposed by any member of the Board of Trustees and such amendment(s) may be adopted by vote of a majority of the members of the Board of Trustees present at a meeting called specifically for such purpose. Any amendment(s) may not be approved at the same meeting in which they are presented.

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IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunder set our hands and seals, this \_\_\_\_\_ day of \_\_\_\_\_, 2003, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

SUBSCRIBERS

\_\_\_\_\_  
Miriam Welch

\_\_\_\_\_  
Kenneth McMillen

\_\_\_\_\_  
Terry Redman

STATE OF FLORIDA  
COUNTY OF SARASOTA

Before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared Miriam Welch, Kenneth McMillen and Terry Redman to me known to be the persons described as the subscribers in and who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed and subscribed to these Articles of Incorporation.

Witness my hand and official seal in the County and State named above this \_\_\_\_\_ day of \_\_\_\_\_, 2003.

\_\_\_\_\_  
NOTARY PUBLIC

My commission expires:

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CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE

In compliance with Florida Statutes Sections 48.091 and 617.023, the following is submitted:

Friends of Sarasota County Parks, Inc., desiring to organize as a corporation not for profit under the laws of the State of Florida, has designated 248 S. Nokomis Ave., Venice, Fl., 34285 as its initial Registered Office and has named Terry Littrell located at that address as its initial Registered Agent.

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Having been named Registered Agent for the above-identified corporation, at the designated Registered Office, the undersigned hereby accepts said appointment, and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping the office open.

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Terry Littrell, Registered Agent

ARTICLE X

The name and address of the Incorporator is Terry Redman, 1630 Bridge Street,  
Englewood, Fl., 34223

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Terry Redman