

**ARTICLES OF INCORPORATION**  
*In Compliance with Chapter 617, Florida Statutes*  
*Navarre Garden Club, Inc.*

**ARTICLE I - NAME**

The name of this Corporation shall be Navarre Garden Club, Inc. Hereafter referred to as the Corporation or the Club.

**ARTICLE II - PRINCIPAL OFFICE**

Navarre Garden Club, Inc. and its headquarters shall be located in Navarre, Santa Rosa County, Florida. Its initial principal address will be 8825 Waynell Court, Navarre, FL, and its mailing address will be P. O. Box 5606, Navarre, FL 32566.

**ARTICLE III - PURPOSE**

This Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

This not-for-profit corporation shall:

- (a) Educate members and the general public regarding home and community gardening, floral design, horticulture, and landscape design through workshops, seminars, field trips and other formal and informal classes.
- (b) Research and disseminate information to educate members and the public on the protection of plant, bird and butterfly life native to the Northwest Florida region.
- (c) Develop and educate members and the public in natural resource conservation and environmentally friendly horticultural practices.
- (d) Educate students in area schools about plant, bird and butterfly life and assist deserving students in the above fields of endeavor through educational scholarships.

This Corporation shall conduct itself in such a manner as to be supportive of and an asset to the Florida Federation of Garden Clubs, Inc. and National Garden Clubs, Inc. and their affiliations.

**ARTICLE IV - OFFICERS AND MANNER OF ELECTION**

President, Vice President(s), Recording Secretary, and Treasurer comprise the Officers of the Navarre Garden Club, Inc. These officers shall be elected at the Annual April meeting in accordance with procedures established in the Corporation Bylaws.

## **ARTICLE V - INITIAL OFFICERS**

The Corporation's initial officers shall be the following persons:

President	Linda L. Henderson, 1686 Windpoint Cove, Gulf Breeze, FL 32563
Vice President	Shirley Brown, 2700 Andorra Street, Navarre, FL 32566
Recording Secretary	Kathy Jerram, 6758 Bushton Street, Navarre, FL 32566
Treasurer	Lynn Wilson, 8825 Waynell Court, Navarre, FL 32566

## **ARTICLE VI - EXECUTIVE BOARD**

The Executive Board for the Corporation shall consist of the Officers of the Navarre Garden Club, Inc. The Executive Board shall be empowered to transact any and all business of the Navarre Garden Club, Inc., shall control the general funds of the Corporation, and shall consider and decide all questions of policy as delegated in the Bylaws. All controlling provisions relating to the Executive Board shall be contained in the Bylaws.

## **ARTICLE VII - OPERATION**

Navarre Garden Club, Inc., will conduct itself pursuant to Chapter 617, Florida Statutes (unless where permissible by the Florida Statutes, appropriately approved lawful Bylaws may deviate from those instructions) as well as within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

## **ARTICLE VIII - NON-PROFIT STATUS**

(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 III above.

(b) No substantial part of the activities of the Corporation shall include creation or distribution of propaganda or other attempts to influence legislation, and the corporation shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office. These prohibitions include publishing or distribution of statements.

(c) Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted

- (1) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code or
- (2) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## **ARTICLE IX - EXISTENCE**

The corporation shall have perpetual existence, unless dissolved according to law.

**ARTICLE X - DISSOLUTION**

Upon dissolution of the Corporation, the remaining assets of the corporation shall be distributed upon vote of the Executive Board to organizations which have qualified for non-profit charitable exemption under Section 501 (c) (3) or educational exemption under Section 509 (a) (2) of the Internal Revenue Code, or to the Federal Government, or to a State or Local Government, for a public purpose, and none of the assets will be distributed to any member, officer, trustee, or board member of this Corporation.

**ARTICLE XI - PROPERTY OWNERSHIP**

The Corporation may own, buy, sell, lease and mortgage or otherwise deal in real and personal property and do all things a corporation not for profit is permitted to do under the laws of the State of Florida and of the United States of America. There shall be no limit on the value of real estate owned or leased by the Corporation.

**ARTICLE XII - AMENDMENTS TO ARTICLES OF INCORPORATION**

These Articles of Incorporation may only be amended as documented in the Corporation Bylaws.

**ARTICLE XIII - INITIAL REGISTERED AGENT**

The name and Florida street address of the initial Registered Agent is:  
Lynn Wilson, 8825 Waynell Court, Navarre FL 32566

**ARTICLE XIV - INCORPORATOR**

The name and address of the Incorporator is:  
Linda L. Henderson, 1686 Windpoint Cove, Gulf Breeze, FL 32563

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*Having been named as registered agent to accept service of process for the above state corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

/Signed/ Oct. 4, 2005  
\_\_\_\_\_  
Signature Registered Agent, Lynn Wilson Date

/Signed/ Oct. 4, 2005  
\_\_\_\_\_  
Signature Incorporator, Linda L. Henderson Date

RECORDED BY THE STATE OF FLORIDA OCTOBER 10, 2005 ... Document Number: N05000010471