

**Florida Shore & Beach Preservation Association**  
**Annual Business Meeting**  
**Sunseeker Resort Charlotte Harbor**  
**Location: Royal Tern A**

**Thursday, September 24, 2026**  
**12:10 p.m.**

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- 1. Call to Order of the 2026 Annual Meeting**
- 2. Minutes of the September 18, 2025 Annual Meeting**
- 3. Financial Overview**
- 4. Election of Officers and Directors**
- 5. Amendments to the Articles of Incorporation**
- 6. Old business/New business**

# Florida Shore & Beach Preservation Association

## Articles of Incorporation Proposed Amendments as presented at the September 18, 2025 Annual Business Meeting Sunseeker Resort Charlotte Harbor

### **Articles of Incorporation: Proposed Amendments – Member Notification**

The Board of Directors and staff are conducting a routine review of the Articles of Incorporation to identify revisions that may be needed to better align them with current policies and practices. As part of this review, two articles have been identified for proposed amendments, although the review is ongoing.

Currently, the Articles require that amendments be noticed at a previous annual business meeting prior to formal consideration at a regular business meeting called for that purpose. In accordance with this requirement, the Board is providing formal notice at the 2025 Annual Membership Meeting.

The revisions to **Articles VIII and XI** will be recommended for formal consideration at the 2026 Annual Membership Meeting. Members will be notified if any additional amendments are proposed.

Proposed amendments are reflected in strikethrough/underline:

#### **Article VIII -- Board of Directors**

The Board of Directors shall consist of not less than three nor more than ~~nine~~fourteen directors and shall be selected as provided in the By-Laws of the corporation.

**Purpose:** To reflect the current composition of the Board in accordance with the Bylaws.

#### **Article XI -- Amendments to Articles of Incorporation**

The Articles of Incorporation may be amended by the members of the corporation at any regular business meeting called for that purpose, provided that proper notice has been given ~~at a previous regular business meeting~~ and provided also, that such proposed amendment(s) have been submitted to the Directors of the corporation for their consideration prior to bringing it to the corporation for consideration.

**Purpose:** Currently, amendments to the Articles of Incorporation must be noticed to members a year prior to consideration, unless a special meeting is called for the purpose of amending the Articles. The proposed amendment is intended to align the procedures for amending the Articles with those in the Bylaws. A future amendment to the Bylaws will be needed to define “proper notice.”

ARTICLES OF INCORPORATION OF  
FLORIDA SHORE AND BEACH  
PRESERVATION ASSOCIATION, INC.

We, the undersigned, being natural persons of the age of 18 years or more, acting as incorporators of a non-profit corporation under the Florida Non-Profit Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I

NAME

The name of this corporation shall be the FLORIDA SHORE AND BEACH PRESERVATION ASSOCIATION, INC., and its principal place of business shall be at 325 John Knox Road, Suite F-214, in the City of Tallahassee, County of Leon, and State of Florida, 32303.

ARTICLE II

PURPOSE

The general purposes and objectives of this corporation shall be to encourage and develop public and governmental awareness of the need for the preservation of the shores and beaches of the State of Florida; to coordinate and promote public and private efforts to restore and preserve Florida's shores and beaches; to aid in informing and otherwise educating the public and various governmental authorities as to the environmental, economic, and the social impact and importance of Florida's shore and beach resources; and to work in unison with other similar state and federal associations toward the common goal of preserving and restoring the valued shores and beaches of the United States of America.

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLE III

RIGHTS

For the purposes of furthering the foregoing purposes and objectives, the corporation shall have the right to acquire, either by gift or purchase, and to hold, own, sell, mortgage, or encumber in any manner, lease, improve or otherwise dispose of both real and personal property of whatsoever kind and nature.

ARTICLE IV

QUALIFICATIONS AND ADMISSION OF MEMBERS

Any person, firm, corporation or governmental agency interested in the purposes and objectives of the Corporation may become a member. Grades of membership and the manner of admission to membership and the dues associated with each grade shall be specified in the By-Laws of this corporation.

ARTICLE V

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI

NAMES OF SUBSCRIBERS

The names and addresses of those subscribing to these Articles of Incorporation are as follows:

| <u>NAME</u>     | <u>ADDRESS</u>                                                         |
|-----------------|------------------------------------------------------------------------|
| Fred W. Maley   | 785 N.E. 95th Street<br>Miami Shores, Florida 33138                    |
| John G. Cowley  | 2600 North Whalley<br>P. O. Box 9008<br>Pensacola Beach, Florida 32561 |
| Paul E. Stahlin | Davison Street<br>P. O. Box 114<br>Captive Island, Florida 33924       |

## ARTICLE VII

### OFFICERS

The officers of the Association shall consist of a President, a Vice President, a Secretary and a Treasurer (who may be one in the same person), and such other officers as the By-Laws or the Board of Directors shall specify.

All of the officers appointed or elected shall serve for terms of one year and all of said officers shall manage the financial, physical and corporate affairs of the corporation.

## ARTICLE VIII

### BOARD OF DIRECTORS

The Board of Directors shall consist of not less than three nor more than nine directors and shall be selected as provided in the By-Laws of the corporation. The first Board of Directors shall consist of:

|                 |                                                                        |
|-----------------|------------------------------------------------------------------------|
| Fred Maley      | 785 N.E. 95th Street<br>Miami Shores, Florida 33138                    |
| John Cowley     | 2600 North Whalley<br>P. O. Box 9008<br>Pensacola Beach, Florida 32561 |
| Paul E. Stahlin | Davison Street<br>P. O. Box 114<br>Captive Island, Florida 33924       |

## ARTICLE IX

### BY-LAWS

The members of this corporation shall have the right to make and adopt such By-Laws as they shall deem necessary or advisable, and such By-Laws shall be made, altered, or rescinded upon a two-thirds vote of the members present and voting at any regular meeting or special business meeting of the corporation called for that purpose.

## ARTICLE X

### AMENDMENTS TO BY-LAWS

The By-Laws of the corporation may be altered, changed or amended by the members of the corporation at any regular business meeting or special meeting called for that purpose, provided that proper notice has been given. The Directors may express approval or disapproval but final action thereon is subject to the vote of the membership of the corporation. All such proposed alterations, changes, or amendments of the By-Laws must receive the affirmative vote of two-thirds majority of the members present and voting at such meeting.

## ARTICLE XI

### AMENDMENTS TO ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended by the members of the corporation at any regular business meeting called for that purpose, provided that proper notice has been given at a previous regular business meeting and, provided also, that such proposed amendment(s) have been submitted to the Directors of the corporation for their consideration prior to bringing it to the corporation for consideration. The Directors may express approval or disapproval but final action thereon is subject to the vote of the membership of the corporation. The proposed amendment(s) to the Articles of Incorporation must receive the affirmative vote of two-thirds majority of the members present and voting at such meeting. Amendment(s) to the Articles of Incorporation, when approved by the members must also be forwarded to the Secretary of the State of Florida and filed and approved by him before the same shall become effective.

ARTICLE XII  
USE OF INCOME

All revenue, profit, income and money received from the conduct of the activities of the corporation shall be used and employed solely for the promotion of the purposes and objectives of the corporation, and no portion thereof shall inure to the benefit of the members of the corporation, other than bona fide employees whose employment shall have been authorized by the Board of Directors.

ARTICLE XIII  
POWERS

Said corporation is to have the power to do any and all things necessary or expedient for carrying out the heretofore described purposes and objectives of the corporation and in general to possess all rights, privileges and immunities, and enjoy all the benefits granted to corporations of similar character under the laws of the State of Florida.

WITNESS the hands and seals of the incorporators in

Dade County and State of Florida, this 12<sup>th</sup> day of

June, 1975.

NAME

ADDRESS

[Signature]  
[Signature]  
[Signature]

7859 E. 95th Street Miami Shores, FL  
2600 N. W. 11th Ave  
P.O. Box 900 V. GUNSAULA BEACH FLA.  
Capison Street  
P.O. Box 114 Captiva Island Fla.

STATE OF FLORIDA       )  
                                  ) SS.:  
COUNTY OF DADE       )

Personally appeared before me, the undersigned authority, FRED W. MALEY and \_\_\_\_\_ to me well known to be the subscribers to the foregoing Articles of Incorporation of FLORIDA SHORE AND BEACH PRESERVATION ASSOCIATION, INC., who being by me first duly sworn acknowledged that they signed the same for the purposes therein expressed.

WITNESS my hand and seal at Miami Florida, this 12 day of June, 1975.

Carl E. Winter  
Notary Public, State of Florida

My commission expires: \_\_\_\_\_

NOTARY PUBLIC STATE OF FLORIDA AT LARGE  
MY COMMISSION EXPIRES MAR 9, 1978  
BONDED THIRD GENERAL INSURANCE UNDERWRITERS

STATE OF FLORIDA       )  
                                  ) SS:  
COUNTY OF HILLSBOROUGH )

Personally appeared before me, the undersigned authority, JOHN G. COWLEY, to me well known to be the subscribers to the foregoing Articles of Incorporation of FLORIDA SHORE AND BEACH PRESERVATION ASSOCIATION, INC., who being by me first duly sworn acknowledged that they signed the same for the purposes therein expressed.

WITNESS my hand and seal at TAMPA, Florida, this 18<sup>th</sup> day of June, 1975.

William H. Bullard  
Notary Public, State of Florida

My commission expires: \_\_\_\_\_

Notary Public, State of Florida at Large  
My Commission Expires Oct. 11, 1977

STATE OF FLORIDA       )  
                                  ) SS:  
COUNTY OF HILLSBOROUGH )

Personally appeared before me, the undersigned authority, PAUL E. STAHLIN, to me well known to be the subscribers to the foregoing Articles of Incorporation of FLORIDA SHORE AND BEACH PRESERVATION ASSOCIATION, INC., who being by me first duly sworn acknowledged that they signed the same for the purposes therein expressed.

WITNESS my hand and seal at TAMPA, Florida, this 18<sup>th</sup> day of June, 1975.

William H. Bullard  
Notary Public, State of Florida

My commission expires: \_\_\_\_\_

Notary Public, State of Florida at Large  
My Commission Expires Oct. 11, 1977