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TALLAHASSEE, FLORIDA

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mm 6/27/08

COVER LETTER

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

SUBJECT: Sanlan Bird & Wildlife Sanctuary, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

ADDITIONAL COPY REQUIRED

FROM: Emmett E. Holloway
Name (Printed or typed)

3929 U.S. Highway 98 S.
Address

Lakeland, FL 33812
City, State & Zip

(863) 665-1601
Daytime Telephone number

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

Original & 2 copies enclosed.

H

**ARTICLES OF INCORPORATION
OF
SANLAN BIRD & WILDLIFE SANCTUARY, INC.**

A Florida Not For Profit Corporation

The undersigned Incorporator, for the purpose of forming a corporation under Chapter 617, Florida Corporations Not For Profit Act, hereby adopts and executes the following Articles of Incorporation:

ARTICLE I - Name

The name of this corporation is:

SANLAN BIRD & WILDLIFE SANCTUARY, INC.

ARTICLE II – Principal Office

The principal place of business and mailing address of the corporation is:

Sanlan Bird & Wildlife Sanctuary, Inc.
3929 U. S. Highway 98 South
Lakeland, Fl 33812

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ARTICLE III – Duration

The period of duration of this corporation shall be perpetual.

ARTICLE IV - Purpose

This corporation is a charitable and educational not for profit corporation organized to protect, preserve, and restore the natural environment in order that others may have an awareness and appreciation of birds, other wildlife, and our native habitat on lands contemplated to be donated to the Corporation. The corporation is to receive and administer funds for charitable and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 2008 as it now exists or as hereafter amended (the "Code"), or the corresponding provisions of any future United States internal revenue law, including within such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c) (3) of the Code.

The Corporation shall cause one or more tracts of land with unsurpassed natural amenities located in the vicinity of the Sanlan Ranch Campground,

Inc. property A/K/A the Sanlan RV Park, near Lakeland, in Polk County, Florida to be preserved and enhanced for the benefit of both present and future generations. The incorporators recognize that Lakeland and Polk County, Florida are growing at a very rapid rate and that the opportunity to preserve and protect areas of natural beauty may soon be forever lost unless action is undertaken now.

It is the goal of the Corporation to achieve Chapter 501(c) (3) status in order to receive nonprofit corporation tax exemptions and make it easier for the corporation to receive donations of the land, money, and in kind services necessary and as required to enhance and preserve the natural beauty of the land and manage, preserve and protect the birds and wildlife located thereon. The Corporation shall have the responsibility of constructing and maintaining hiking trails including pedestrian bridges & walkways, maintaining and improving the quality of water in the water bodies, controlling the alligator population, planting trees, gardens, wildflowers (butterflies), constructing bird houses, feeding stations, removing undesirable plants & trees and other related activities as necessary to accomplish the goals of the Corporation. It is also the goal of the corporation to present educational opportunities to the many campers that frequent the Sanlan RV Park by sponsoring bird hikes, slide shows, and classes as to the birds and other wildlife in the area.

It is contemplated that many of the campers and residents at the Sanlan RV Park will recognize the need to preserve, and enhance the natural beauty of the land and the birds and wildlife located thereon and seize upon the opportunity to donate money and/or volunteer their time and effort, at no expense to the corporation, in order to accomplish the worthy goals of the corporation. It is also contemplated that the present owner's of the land may be willing to donate the land to the corporation for the purpose intended rather than hold the land for future enhancement and profit since they will be able to receive credit for the value of their tax-deductible donation.

ARTICLE V – Manner of Elections of Officers

This corporation is a directorship corporation and the sole members of the corporation are its Board of Directors. All Directors must be over 18 years of age, have an interest in preserving birds and wildlife for future generations, and agree to serve in their capacity without pay. It shall be the responsibility of the Directors to cause the Corporation to be managed in such a way as to obtain maximum benefit for the moneys expended.

The manner in which directors are elected or appointed is: The initial Board will consist of 9 Directors to be appointed by the Incorporator. Each director will serve for one, two, or three years as appointed. Thereafter, each member of the Board of Directors will serve a 3 year term. Once organized, the Board of Directors shall elect officers from the Board, namely a President, Vice President, Secretary, and a Treasurer. One of the first obligations on the Board of Directors is to vote on and approve Bylaws. The Sanlan Bird & Wildlife Sanctuary Bylaws will further describe the obligations and job descriptions of the directors and officers.

The Corporation shall cause accurate financial records to be maintained and available for inspection by interested parties and published at least quarterly in print, or over the Sanlan RV Park Community Channel or on the internet. In the event the administrative and bookkeeping functions become burdensome and a volunteer cannot be found, the Board, by majority vote, may employ a paid secretary/bookkeeper to attend to these functions.

ARTICLE VI - Powers

This corporation shall have the power to do all lawful acts or things necessary, appropriate, or desirable to carry out and in furtherance of its purposes described in Article IV which are consistent with the Florida Not for Profit Corporation Act and Section 501(c) (3) of the Code.

ARTICLE VII – Various

The property of this corporation is irrevocably dedicated to tax exempt purposes under said Section 501©(3) as described herein and no part of the net income or net assets of the corporations shall inure to the benefit of, or be distributable to its directors, officers, or other private persons.

No part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

This corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxes under

Section 501(c)(3) of the Code, or the corresponding provision of any future United States internal revenue law.

ARTICLE VIII– Dissolution

Upon the dissolution or winding up of the corporation, or in the event it shall cease to engage in carrying out the purposes set forth in these Articles, all of the business, properties, assets and income of the corporation remaining after payment, or provision for payment, of all debts and liabilities of this corporation, shall be donated to the National Audubon Society or its successor, or to another organization whose purpose is similar to the purposes of this corporation, as may be determined by the Board of Directors of the corporation in its sole discretion, and which has established its tax exempt status under Section 501 © (3) of the Code. In no event shall any of the business, properties, assets or income of this corporation, in the event of dissolution thereof, be distributed to the directors or officers, either for the reimbursement of any sums subscribed, donated or contributed by the same, or for any other purpose.

ARTICLE IX – Initial Registered Agent and Street Address

The name and Florida street address of the initial registered agent are:

Emmett E. Holloway
3929 U.S. Highway 98 S.
Lakeland, FL 33812

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated 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.

Dated: June 25, 2008

Emmett E. Holloway
Emmett E. Holloway
3929 U.S. Highway 98 S.
Lakeland, FL 33812

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

ARTICLE X- Incorporator

The name and address of the Incorporator to these Articles of Incorporation are:

Emmett E. Holloway
3929 U.S. Highway 98 S.
Lakeland, FL 33812

Dated: June 25, 2008

Emmett E. Holloway
Emmett E. Holloway, Incorporator