

N96000001396

Sue Noyes
Requestor's Name

Rt. 7 Box 919
Address

Tallahassee, FL 32308
City/State/Zip

893-0277
Phone #

500000743065
-03/14/96--01045--016
*****2.50 *****2.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- FL Agriculture Center & Horse Park Authority
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

500000743065
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****120.00 ****120.00

N96-1396

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
96 MAR 14 AM 11:30
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Examiner's Initials

Dmc 3-14-96

ARTICLES OF INCORPORATION OF FLORIDA
(Non-Profit Corporation)

FILED

96 MAR 14 AM 11:29

ARTICLE I.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of this corporation is Florida Agriculture Center and Horse Park Authority, Inc.

The principal office of the corporation is c/o Ben Williams, 125 Northeast First Avenue, Suite 1, Ocala, Florida 34470.

The mailing address of the corporation is c/o Ben Williams, Post Office Box 3310, Ocala, Florida 34478-3310.

ARTICLE II.

CORPORATE NATURE

This is a non-profit corporation, organized solely for general educational purposes pursuant to the Florida Corporations Not-For-Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III.

DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV.

GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which the corporation is formed are:

A. For the advancement of agricultural education and any other related or corresponding purposes and the distribution of its funds for such purposes;

B. To enhance agricultural education programs as directed by Chapter 570 of the Florida Statutes and other applicable Florida

law;

C. To operate exclusively in any other manner for such charitable and educational purposes as will qualify the corporation as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1985, as amended or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE V.

MANAGEMENT OF CORPORATE AFFAIRS

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than 23 persons. The initial number of Directors of the corporation shall be 3, provided, however, that such number may be changed by a duly adopted By-Law.

The initial Directors shall hold office until the appointment or election of new Directors as stated in the by-laws.

ARTICLE VI.

DIRECTORS TO CONSTITUTE SOLE MEMBERSHIP OF CORPORATION

The sole class of members of this corporation shall be its Directors. The members of this corporation shall have no right, title, or interest whatsoever in its income, property, or assets, nor shall any portion of such income, property, or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally

liable for the debts, liabilities, or obligations of the corporation, and shall not be subject to any assessments.

ARTICLE VII.

EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 IV hereof.

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

C. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1985 (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1985 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VIII.

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1985 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizational organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX.

SUBSCRIBERS

The names and residence addresses of the subscribers of this corporation are as follows:

<u>Name</u>	<u>Address</u>
Carol J. Neff	5300 North U.S. 27 Ocala, FL 34482
Fred Ayer	Office of Greenways, 325 John Knox Tallahassee, FL 32303
Sue Noyes	Route 7, Box 919 Tallahassee, FL 32303

ARTICLE X.

AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the corporation not-for-profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, the By-Laws of the corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedures set forth therefor in the By-Laws.

ARTICLE XI.

DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to educational and charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any

private individual.

ARTICLE XII.

REGISTERED AGENT AND OFFICE

The address of the corporation's registered office shall be 125 N.E. First Avenue, Suite 1, Ocala, Florida 34470 and the name of its registered agent at said address shall be Reuben S. Williams, IV.

ARTICLE XIII.

AMENDMENT OF ARTICLES

Amendment to these Articles of Incorporation may be proposed by resolution adopted by the Board of Directors in the manner set forth in the By-Laws of this corporation.

We, the undersigned, being the subscribers and incorporators of this corporation, for the purpose of forming this Non-Profit Corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 1st day of ~~November~~ ^{March}, 1995. 1996.

Signed, sealed and delivered
in our presences as witnesses:

Smart Williams

Thomas D. Bauman

Smart Williams

Thomas D. Bauman

July Eare

Kelley Peagle

Carol J. Neff
Carol J. Neff

Fred Ayer
Fred Ayer

Sue Noyes
Sue Noyes

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 15th
day of March, 1996 by Carol J. Neff, Fred Ayer and
Sue Noyes, as subscribers for Florida Agricultural Center and Horse
Park Authority, Inc.

Grace L. Rinaldi
Notary Public, State of Florida
At Large

My Commission Expires:

Personally known
Produced Identification _____
Type of Identification Produced _____



GRACE L. RINALDI
MY COMMISSION # CC335926 EXPIRES
January 5, 1998
BONDED THROUGH TROY FAIR INSURANCE CO.

FILED
96 MAR 14 AM 11:30
MARION COUNTY FLORIDA

Having been named as Registered Agent and to accept service of
process in the above stated non-profit corporation at the place
designated in this Certificate, I hereby accept the appointment as
Registered Agent and agree to act in this capacity. I further
agree to comply with the provisions of all statutes relative to the
proper and complete performance of my duties, and I am familiar
with and accept the obligation of my position as Registered Agent.

Reuben S. Williams, IV

Reuben S. Williams, IV
Registered Agent

Date: 3/5/96