

N99000007366

Robin Young
Requestor's Name

1021 Lochlan Dr
Address

Tallahassee, FL 32312 850/553-9991
City/State/Zip Phone #

Office Use Only

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

1. Conservation Trust for Florida, Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

RECEIVED
99 DEC 14 PM 1:27

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 DEC 14 PM 1:35

APPROVED
AND
FILED

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

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

200003069692-4
-12/14/99--01072-014
*****78.75 *****78.75

T. SMITH DEC 14 1999

Examiner's Initials	
---------------------	--

ARTICLES OF INCORPORATION

OF

CONSERVATION TRUST FOR FLORIDA, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 DEC 14 PM 1:35

APPROVED
AND
FILED

We, the undersigned, all being over the age of eighteen (18) years, for the purpose of associating to establish a corporation, not for profit and nonstock, for the transaction of the business and the promotion and conduct of the objectives and purposes hereinafter stated, under and by virtue of Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, and under and by virtue of the Laws of the State of Florida, do hereby certify as follows:

FIRST: The name of the Corporation is: Conservation Trust for Florida, Inc.

SECOND: The Corporation is organized exclusively for educational, charitable, scientific and literary 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 of 1986, as amended, and further including, but not restricted to, the following more specific purposes:

A. To promote for the benefit of the general public the preservation and improvement of natural resources of and within the State of Florida. These resources shall include land and

water resources, the plant and animal life thereon, and unique scenic, natural and historic sites.

B. To preserve land areas for the education of the general public.

C. To engage in and promote the scientific study of and education regarding such natural resources.

D. To protect relatively natural habitats of fish, wildlife, plants or similar ecosystems.

E. To use all properties held or controlled by the corporation and the net earnings thereof for the benefit of the general public and for charitable, educational, recreational, conservation, scientific and historical purposes.

F. Such other purposes as permitted by law for not for profit organizations qualified under Section 501(c)(3) of the Internal Revenue Code.

THIRD: The Corporation shall be authorized:

A. To acquire by gift, devise, bequest, purchase or otherwise real and personal property, both tangible and intangible, and interests therein, with or without restriction of use, in accordance with the corporate purposes.

B. To hold for investment or in trust and to sell, lease, encumber or dispose of any such real estate, personal property or other proper evidences of indebtedness of any

person, firm, partnership, association or corporation for the sole benefit of this Corporation and not for pecuniary profit.

C. To have and to exercise to the extent necessary or desirable for the accomplishment of any of the foregoing purposes and objectives, and to the extent that they are not inconsistent with the charitable purposes of the Corporation, any and all powers conferred upon non-profit corporations by Florida law.

FOURTH: The street address of the initial principal office in this State shall be 1904 N.W. 11th Road, Gainesville, Florida 32605. The registered agent of the Corporation in this state is David Carr, whose street address is 1904 Northwest 11th Road, Gainesville, Florida 32605.

FIFTH: The Corporation is not authorized to issue any stock.

SIXTH:

A. The business and affairs of the Corporation shall be managed under the direction of its Board of Directors.

B. The names and addresses of the incorporators of the Corporation are:

David Carr	1904 Northwest 11 th Road Gainesville, FL 32605
------------	---

Robin Young	1021 Lothian Drive Tallahassee, FL 32312
-------------	---

C. The Corporation shall be managed by a Board of Directors consisting of not more than twenty-one (21) nor less than five (5) members as the Bylaws of the Corporation may provide.

SEVENTH: The powers of the Corporation shall be subject to the following terms, provisions and limitations:

A. No part of the net earnings of the Corporation shall inure to the benefit of any member, director or officer of the Corporation, or any private person, except that reasonable compensation be paid for services actually rendered to or for the Corporation, and no member, director or officer of the Corporation, or any private person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. Except as provided and permitted under Sections 502(c)(3), 501(h) and 4911 of the Internal Revenue Code of 1986, and the Regulations thereunder as they now exist or as they may hereafter be amended, 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 publication or distribution of statements) any political campaign on behalf of any candidates for public office.

B. Notwithstanding any other provisions 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 1986, as amended, or by an organization, contributions to which are deductible under Section 170(c)(2) thereof.

C. During any period that the Corporation is a private foundation, as defined by Section 509(a) of the Internal Revenue Code, the Corporation shall:

- (1) distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942(a);
- (2) not engage or be involved in any act of self-dealing, as defined in Section 4941(d), so as to give rise to any liability for the tax imposed by Section 4941(a);
- (3) not retain any excess business holdings as defined in Section 4943(c), so as to give rise to any liability for the tax imposed by Section 4943(a);
- (4) not make any investments which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Section 4944, so as to give rise to any liability for the tax imposed by Section 4944(a); and
- (5) not make any taxable expenditures, as defined in Section 4945(d), so as to give rise to any liability imposed by Section 4945(a). Unless otherwise indicated, as used in this Article III and hereinafter, all section references are to the Internal Revenue Code, as amended, including any corresponding provisions of any subsequently enacted federal tax laws.

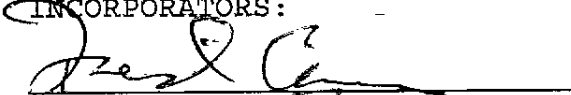
D. In the event of the liquidation, dissolution or winding up of the Corporation in any manner or for any reason whatsoever, all of the assets of the Corporation, after the payment of the obligations and liabilities of the Corporation, shall be transferred to one or more corporations or associations having a similar or analogous character or purpose as may be selected by the Corporation's Board of Directors; provided, however, that any transferee corporation shall qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

EIGHTH: The Corporation reserves the right to make from time to time, by vote or written assent of a majority of its members of the Board of Directors, any amendments to these Articles of Incorporation which may now or hereafter be authorized by law.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned incorporators have signed these Articles of Incorporation on the 14th day of December, 1999, and have acknowledged the same to be their act.

INCORPORATORS:



David Carr



Robin Young

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTIONS 617.0501 and 617.0503, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is:

The Conservation Trust of Florida, Inc.

2. The name and address of the registered agent and office are:

**David Carr
1904 Northwest 11th Road
Gainesville, Florida 32605**

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 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: Nov 25, 1999


DAVID CARR

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 DEC 14 PM 1:36

APPROVED
AND
FILED