

Bill Blue
Requestor's Name

215 S. Monroe St.
Address

Tallahassee, FL 32310 904-333-2222
City/State/Zip Phone #

N96000004542

100001941431
-09/06/96--01061--014
*****70.00 *****70.00

Office Use Only

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

1 Breeding Ground Still Hunt Club, Inc.
(Corporation Name) (Document #)

2 _____
(Corporation Name) (Document #)

3 _____
(Corporation Name) (Document #)

4 _____
(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 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 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

1795-15835
3/30/96
TB

ARTICLES OF INCORPORATION
BREEDING GROUND STILL HUNT CLUB, INC.

The undersigned incorporators, for the purposes of forming a corporation not for profit pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be BREEDING GROUND STILL HUNT CLUB, INC.

ARTICLE II - PURPOSE

(a) The specific and primary purpose for which this corporation is organized is to provide social and recreational facilities for its members.

(b) The general purposes for which this corporation is organized are: to lease land and hunting rights for its members to use and enjoy for all lawful hunting and fishing activities; to procure liability insurance for the club and any other form of insurance as may be required by any lessor as a condition of any lease lawfully entered into by the corporation; and to conduct any such other lawful activity necessary to carry out the corporation's specific and general purposes as stated herein that is also consistent with the purpose and operation of a corporation not for profit.

(c) This corporation is formed and shall be operated exclusively for pleasure, recreation, and other nonprofit purposes. No part of any net earnings shall inure to the benefit of any member, trustee, or officer of the corporation except as provided by law.

(d) This corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally, and specifically as provided in Section 617.021 of the Florida Not For Profit Corporation Act, provided, however, that this corporation has no power to engage in any activity that in itself is not in furtherance of its purposes as set forth in subparagraphs (a) through (c) of this Article II.

ARTICLE III - EXISTENCE

This corporation shall have perpetual existence.

FILED IN OFFICE

AUG 27 1996

ANNIE MAE MURPHY, CLERK OF COURT
TAYLOR COUNTY, FLORIDA
BY DC

ARTICLE IV - PRINCIPAL OFFICE

The initial street address of the principal office of this corporation shall be 618 Plantation Road, Perry, Florida 32347.

ARTICLE V - QUALIFICATION AND ADMISSION OF MEMBERS

Membership in the club shall be open to all adults and the club will not deny membership to any person on the basis of race, color, national origin, sex, age, religion, or physical disability.

The authorized number, qualifications, and manner of admission of members of this corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, the liability of members for dues and/or assessments and the method of collection thereof, and the termination and transfer of membership shall be as set forth in the By-Laws of this corporation.

ARTICLE VI - BASIS UNDER WHICH CORPORATION IS ORGANIZED

This corporation is organized under a non-stock basis.

The corporation is a not for profit corporation as defined by the Not For Profit Corporation Act in Section 617.01 of the Florida Statutes. As such, it is not organized for the pecuniary gain or profit of, and its net earnings nor any part thereof is distributable to, its members directors, officers, or other private persons except as specifically permitted under the provisions of the Florida Not For Profit Corporation Act.

ARTICLE VII - REGISTERED AGENT

The registered agent of this corporation shall be William W. Blue. The address of the registered agent shall be 606 North Washington Street, Perry, Florida 32347.

ARTICLE VIII - DIRECTORS

The number of directors for this corporation shall be set forth in the By-Laws. In no event, however, shall this corporation have less than one (1) or more than seven (7) directors. All members of the board of directors of this corporation shall consist

of residents of Taylor County, Florida. The initial directors of this corporation are as follows:

<u>Name</u>	<u>Address</u>
Johnny Nowell	Route 5, Box 52 Wright Road Perry, Fl. 32347
Jimmy Slaughter	Route 5, Box 356 Slaughter Road Perry, Fl. 32347
Rufus Slaughter	Route 4, Box 608 Boyd Road Perry, Fl. 32347

ARTICLE IX - OFFICERS

The officers of the corporation shall be president, vice president, secretary, and treasurer, and such other officers or agents as may be appointed by the board of directors. All officers, agents, or employees as may be necessary shall be chosen in such a manner, for such time, and have such duties as may be described by the By-Laws or determined by the board of directors. The names of the initial officers are as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Joel Miller	1110 South Washington Street Perry, Fl. 32347
Vice President	Lynn Gilbreath	Route 4, Box 428-12 Leon Ward Road Perry, Fl. 32347
Secretary	W.C. Blue	P.O. Box 1357 Boyd Road Perry, Fl. 32347
Treasurer	Larry Hodges	Route 4, Box 614 Boyd Road Perry, Fl. 32347

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil,

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Brooding Ground Still Hunt Club, Inc.
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criminal, administrative, or investigative, by reason of the fact that he is or was a director, officer, employee, or agent of the corporation, or is, or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including, but not limited to, attorneys' fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with such action, suit or proceeding, including appeals, to the full extent permitted by law.

Indemnification as provided hereunder shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of his heirs, executors, administrators and assigns.

ARTICLE XI - DISTRIBUTION ON DISSOLUTION

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) or 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of such code as subsequently amended, or to the federal, state, or local government to be used exclusively for public purposes.

ARTICLE XII - INCORPORATORS

The name and address of each incorporators is as follows:

W. C. Blue
618 Plantation Road
Perry, FL 32347

Joel Miller
1110 S. Washington Street
Perry, FL 32347

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 19 day of August 1996.

W. C. Blue
W. C. Blue, Secretary

Joel Miller
Joel Miller, President

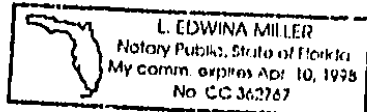
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STATE OF FLORIDA
COUNTY OF TAYLOR

The foregoing instrument was acknowledged before me this 12
day of August 1996, by W. C. Blue and Joel Millor.

L. Edwina Miller
Signature of Notary Public
State of Florida

SEAL



Print, Type, or Stamp Commissioned
Name of Notary Public

Personally Known ☒ OR

Type of Identification Produced _____

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Approved:
Stephen J. Murphy
Acting Assistant Judge
August 27th 1996.

IN THE CIRCUIT COURT, THIRD
JUDICIAL CIRCUIT, IN AND FOR
TAYLOR COUNTY, FLORIDA.

FILED IN OFFICE

AUG 27 1996

ANNIE MAE MURPHY, CLERK OF COURT
TAYLOR COUNTY, FLORIDA
BY DO

IN RE: BREEDING GROUND STILL
HUNT CLUB, INC.
_____ /

ORDER GRANTING PETITION FOR CONVERSION
TO CORPORATION NOT FOR PROFIT

This matter came on to be heard upon the petition of the Breeding Ground Still Hunt Club, Inc., to convert its corporate status from a corporation for profit to a corporation not for profit, and the Court, having reviewed the Petition for Conversion to Corporation Not for Profit, the written consent of all shareholders authorizing the change in the nature of the corporation and agreeing to assume and pay all of the corporation's indebtedness and liabilities, and having reviewed the corporation's proposed Articles of Incorporation, and being otherwise advised in the premises, rules as follows:

IT IS ORDERED AND ADJUDGED:


1. The petition and proposed Articles of Incorporation are in proper form.
2. The Articles of Incorporation, attached hereto as Exhibit "A", are approved and this Court's endorsement is stated thereon.
3. All of the property of the petitioning corporation shall become the property of the successful corporation not for profit, subject to all indebtedness and liabilities of the petitioning corporation.
4. The Articles of Incorporation bearing this Court's endorsement shall be sent forthwith to the Department of State,

which shall, upon receipt thereof and upon payment of all taxes due the state by the petitioning corporation, if any, issue a certificate showing the receipt of the Articles of Incorporation with the endorsement of approval thereon and of the payment of all taxes to the state.

5. Upon payment of the filing fees specified in Florida Statutes §617.0122 (1995), the Department of State shall file the Articles of Incorporation, and thenceforth the petitioning corporation shall become a corporation not for profit under the name adopted in the Articles of Incorporation subject to the rights, powers, immunities, duties, and liabilities of corporations not for profit under state law, and its rights, powers, immunities, duties, and liabilities as a corporation for profit shall cease and determine.

DONE AND ORDERED this 27th day of August 1996.


James Roy Bear

 Circuit Court Judge

Copy to:

WILLIAM W. BLUE, ESQUIRE
Pennington, Culpepper, Moore,
Wilkinson, Dunbar & Dunlap, P.A.
215 S. Monroe Street, 2nd Floor
Tallahassee, Florida 32301