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*BOARD CERTIFIED WILLS,
TRUSTS AND ESTATES LAWYER

June 25, 2001

VIA FEDEX AIRBILL 8282 1523 3169

Florida Department of State

Division of Corporations

Attn: Dale White

New Filing

409 East Gaines Street

Tallahassee, Florida 32314

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*****87.50 *****87.50

Re: Acres for Wildlife, Inc.

Dear Ms. White:

Enclosed are the original and one copy of the Articles of Incorporation for the above-captioned proposed Florida Non-Profit corporation. Also enclosed is a check payable to your order in the amount of \$87.50 to cover the cost of the following:

| | |
|------------------------------|-------------|
| Filing Fee | \$35.00 |
| Certified copy of Articles | 8.75 |
| Registered agent designation | 35.00 |
| Certificate of Status | <u>8.75</u> |
| | \$87.50 |

Please file the Articles of Incorporation and forward a certified copy to us.

Sincerely,

William H. Namack, III

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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Enclosures

cc: Mona Schonbrun

Robert Clarke

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D. WHITE JUN 26 2001 6✓

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
ACRES FOR WILDLIFE, INC.

(A Corporation Not for Profit)

The undersigned, being a citizen of the United States, desiring to form a non-profit corporation under the provisions of Ch. 617 of the Florida Statutes, the Florida Not For Profit Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation shall be Acres for Wildlife, Inc.

ARTICLE II. NON STOCK BASIS

This corporation shall be organized under a non-stock basis.

ARTICLE III. PURPOSES.

The general nature of the purposes for which this corporation is organized shall be exclusively for charitable, environmental, educational and humane 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, or corresponding section of any future federal tax code. The corporation, in addition to its general purpose of preserving land for wildlife and providing a safe environment so that wildlife can survive, shall raise funds for the purpose of acquiring, maintaining and preserving real property, and interests in real property, to enable wildlife to live in environments conducive to their preservation and protection. It shall also solicit gifts of land which will be held in trust in perpetuity, including but not limited to perpetual easements for the purposes expressed in this paragraph, it being understood that such land shall only be used for such purposes and that the corporation shall not sell or otherwise dispose of said land or use same for any other purpose or purposes. The corporation shall fund and support educational programs in connection with the purposes of preserving and protecting wildlife through the acquisition, maintenance, preservation and restoration of such real property, and through the development and maintenance of a nature center, museum and university.

The corporation will serve as a resource to provide information to other organizations or individuals who desire to pursue preservation of land for wildlife.

ARTICLE IV. QUALIFICATION OF MEMBERS

The membership of this corporation shall constitute all persons who, from time to time, become members, as provided in the by-laws.

ARTICLE V. PRINCIPAL OFFICE

Section 1. The street address of the initial principal office of this corporation shall be:

2301 Gulf of Mexico Drive, #91-N
Longboat Key, FL 34228

Section 2. The mailing address of this corporation shall be:

P.O. Box 417
Sarasota, FL 34230

ARTICLE VI. REGISTERED AGENT AND REGISTERED OFFICE

Section 1. The name of this corporation's initial registered agent, is:

Mona Schonbrun, Ph.D.

Section 2. The Florida street address of this corporation's initial registered office is:

2301 Gulf of Mexico Drive, #91-N
Longboat Key, FL 34228

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator under these articles is:

| NAME | ADDRESS |
|-----------------------|--|
| Mona Schonbrun, Ph.D. | 2301 Gulf of Mexico Drive, #91-N Longboat Key, FL 34228 |

ARTICLE VIII. BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have five (5) directors

initially. The number of directors may be increased or decreased from time to time, by the by-laws, but shall never be less than three.

Section 2. Members of the Board of Directors shall be elected and hold office in accordance with the by-laws.

ARTICLE IX. AMENDMENTS

These Articles of Incorporation may be altered, amended or rescinded at any regular or special meeting of the membership called for that purpose, by a majority vote of voting members present, provided a quorum is present at the meeting, and provided that notice is given, as provided by the by-laws, of intention to submit such alteration, amendment or rescission to the membership for approval or adoption.

ARTICLE X. BY-LAWS

The by-laws of this corporation may be made, altered, amended or rescinded, either in whole or in part, by a majority vote of the voting members present at any regular or special meeting of the membership called for that purposed as provided in the by-laws. The by-laws may also be amended by the Board of Directors as provided in the by-laws.

ARTICLE XI. NON-PROFIT STATUS

No part of the net earnings of this 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 of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaḡanda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision 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, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future tax code.

ARTICLE XII. TAX PROVISIONS

Section 1. The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 2. The corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 3. The corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 4. The corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 5. The corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE XIII. DISSOLUTION

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIV

The undersigned, having been named as registered agent 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 this 25th day of June, 2001.



Mona Schonbrun, Ph.D., as
Registered Agent

IN WITNESS WHEREOF, the undersigned subscribed these Articles of Incorporation, as incorporator thereof, this 25th day of June, 2001.



Mona Schonbrun, Ph.D., as
Incorporator

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