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& Associates, Inc.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

11380 Prosperity Farms Rd., Suite 112

Palm Beach Gardens, FL 33410

Phone (561) 691-1100

Fax (561) 626-3040

June 13, 2002

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*****70.00 *****70.00

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

Dear Sir:

Enclosed please find a check in the amount of \$70.00 to cover the filing fee for the Articles of Incorporation for **FLORIDA SPORTSMEN CONSERVATION ASSOCIATION, INC.**

Please send the proper documents to my office at the address listed above.

If there is need for further information, please contact us.

Thank you.

Yours truly,

M. J. Fairclough

Michael J. Fairclough

MAF:sp

Enclosure

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 24, 2002

MICHAEL J. FAIRCLOUGH
11380 PROSPERITY FARMS RD, STE 112
PALM BCH GARDENS, FL 33410

SUBJECT: FLORIDA SPORTSMEN CONSERVATION ASSOCIATION, INC.
Ref. Number: W02000018374

We have received your document for FLORIDA SPORTSMEN CONSERVATION ASSOCIATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 602A00040616

**ARTICLES OF INCORPORATION OF
FLORIDA SPORTSMEN CONSERVATION ASSOCIATION, INC.**

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ARTICLE I

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NAME:

SECRETARY OF STATE
TALLAHASSEE FLORIDA

This association shall be known as **FLORIDA SPORTSMEN CONSERVATION ASSOCIATION, INC.** The initial principal office and mailing address shall be **17685 VALENCIA BLVD. LOXAHATCHEE, FL. 33470**

ARTICLE II

PURPOSES:

The specific purposes for Florida Sportsmen Conservation Association, Inc., a corporation organized exclusively for charitable, religious, educational and scientific 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 the corresponding section of any future federal tax code

ARTICLE III

POWERS:

In addition to any powers provided by section 617.0302 and 617.0303, Florida Statutes (1995), or any other Florida Statute, the Florida Sportsmen Conservation Association, Inc., powers include:

- a. No part of the net earnings of the corporation shall inure to the benefit of, or to be distributed to its members, directors, officers, or other private persons, except that the corporation shall be authorized to pay reasonable compensation for services rendered and make payments and distributions in fulfilling the purposes set forth in Article II.
- b. No substantial part of the activities of the corporation shall influence or

attempt 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 office.

- c. Notwithstanding any other provisions of the 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 the 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 the corresponding section of any future federal tax code or exercise any powers not in furtherance of the purpose of the corporation.

ARTICLE IV

TERMS OF EXISTENCE:

The terms of existence of the corporation shall be perpetual.

ARTICLE V

OFFICERS AND DIRECTORS:

The affairs of the corporation shall be managed by a Board of Directors. The board shall consist of not less than three natural persons. The election of Board of Directors is as stated in the bylaws.

ARTICLE VI

BYLAWS:

The bylaws may be made, altered, or amended at any board meeting by the affirmative vote of a majority of the Board. Amendments may be proposed by any Director of the corporation. The bylaws shall operate to carry out the purposes of the corporation and to facilitate its operation.

ARTICLE VII

AMENDMENTS TO ARTICLES OF INCORPORATION:

These articles may be altered or amended at any board meeting, on recommendation of the Directors, by a vote of two-thirds of the Directors.

ARTICLE VIII

DISSOLUTION:

In the event of the dissolution of the corporation and the winding up of its affairs, all assets shall be distributed to an organization operated exclusively for religious, charitable, scientific, testing for public safety, literacy, or educational purposes, or for the prevention of cruelty to children or animals, which would then qualify as an exempt organization under section 501(c)(3) of the Internal Revenue code as now provided or as hereafter may be amended. No member, director, officer, or private individual shall be entitled to share in the distribution of any of the assets of the corporation upon such dissolution.

ARTICLE IX

INCORPORATORS:

The name and address of the person signing these Article Incorporation is:

NAME

Michael Fairclough

ADDRESS

11380 Prosperity Farms Road
Suite 112
Palm Beach Gardens, FL 33410

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of June, 2002.

06/21/02
Date

M. J. Fairclough
Michael J. Fairclough – Incorporator

CERTIFICATE OF REGISTERED AGENT

I, Michael J. Fairclough, hereby certify that I am the registered agent for Florida Sportsmen Conservation Association, Inc., a not-for-profit corporation under the laws of the State of Florida, and that I will accept services of process on behalf of said corporation. My address for service of process is:

11380 Prosperity Farms Road, Suite 112
Palm Beach Gardens, FL. 33410

06/21/02
Date

M. J. Fairclough
Agent - Michael J. Fairclough

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TALLAHASSEE, FLORIDA