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**FLORIDA NON-PROFIT CORPORATION**

**The Hendry Foundation, Inc.**

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| Certificate of Status | 0       |
| Certified Copy        | 1       |
| Page Count            | 04      |
| Estimated Charge      | \$78.75 |

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ARTICLES OF INCORPORATION  
OF  
THE HENDRY FOUNDATION, INC.

A Corporation Not-for-Profit

The undersigned, hereby executes these Articles for the purpose of becoming a corporation not-for-profit under Chapter 617, Laws of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of a corporation not-for-profit.

ARTICLE I - NAME

The name of this corporation is THE HENDRY FOUNDATION, INC., a corporation not-for-profit, located at 711 West Main Street, Immokalee, Florida 34142.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

The general purpose of the corporation is to maintain and support land and wildlife conservation in Southwest Florida and to foster the benefits of land and wildlife conservation through education and other resources.

ARTICLE IV - QUALIFICATION OF MEMBERS

Members of this corporation shall be any person who desires to be a member and is willing to abide by the rules and regulations of the corporation.

ARTICLE V - VOTING RIGHTS

This corporation shall be governed by its Board of Directors. The membership will not be afforded any voting privileges.

THIS DOCUMENT PREPARED BY:  
Thomas K. Boardman  
BOARDMAN & SPILLER, P.A.  
1400 North Fifteenth Street, Suite 201  
Immokalee, Florida 34142  
(239) 657-4418  
Florida Bar No. 103581

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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal place of business is 711 West Main Street, Immokalee, Florida 34142. The street address of the initial registered office of this corporation is 711 West Main Street, Immokalee, Florida 34142, and the name of the initial registered agent at the address is KAREN M. HENDRY.

ARTICLE VII- INCORPORATOR

The name and address of the Incorporator signing these articles is KAREN M. HENDRY at 711 West Main Street, Immokalee, Florida 34142.

ARTICLE VIII - DIRECTORS

This corporation shall have three (3) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws but in no event shall be less than three (3). The names and addresses of the initial Board of Directors of this corporation are:

| <u>NAME</u>     | <u>ADDRESS</u>                                   |
|-----------------|--|
| BRUCE HENDRY    | 711 West Main Street<br>Immokalee, Florida 34142 |
| KAREN M. HENDRY | 711 West Main Street<br>Immokalee, Florida 34142 |
| RACHEL HENDRY   | 711 West Main Street<br>Immokalee, Florida 34142 |

ARTICLE IX - DISTRIBUTION OF ASSETS UPON DISSOLUTION

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501 (c)(3) and 170 (c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State or local government for exclusive public purpose.

ARTICLE X - AMENDMENT OF BYLAWS

Any amendments to the bylaws of this corporation may be made at any regular or special meeting of the Board of Directors by a notice of such amendment, stating the proposed change, shall have been given to the Directors at least thirty (30) days prior to such meeting.

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ARTICLE XI - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Board of Directors is subject to this reservation. Amendments may be made at any regular or special business meeting of the Board of Directors by a majority vote of those directors present and voting, providing notice of such amendment stating the proposed change shall have been given to the directors at least thirty (30) days prior to such meeting.

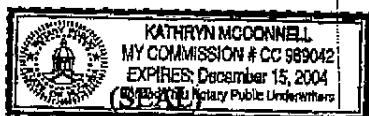
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 1 day of August, 2002.

THE HENDRY FOUNDATION, INC.

By: Karen M. Hendry  
KAREN M. HENDRYSTATE OF FLORIDA )  
COUNTY OF COLLIER)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared KAREN M. HENDRY, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County last aforesaid, this 1 day of August, 2002.

Kathryn McConnell  
NOTARY PUBLIC  
Print Name: \_\_\_\_\_TYPE OF IDENTIFICATION OR  
PERSONALLY KNOWN ✓

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ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the Articles of Incorporation, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

THE HENDRY FOUNDATION, INC.

By:

Karen M. Hendry  
KAREN M. HENDRY  
Registered Agent

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