

NO3000009383

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)



800055125978

05/27/05--01025--024 **43.75

☐ PICK-UP

☐ WAIT

☐ MAIL

Please Send the Certified
Copy to:

David Gluckman
811 22nd St.
Port Townsend, WA
98368

FILED

05 MAY 27 AM 9:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

Amend

T BROWN JUN - 2 2005

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Florida Mining-Recreation, Inc.

DOCUMENT NUMBER: N03000009383

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

David Gluckman

(Name of Contact Person)

Gluckman and Gluckman

(Firm/ Company)

541 Old Magnolia Rd.

(Address)

Crawfordville, FL 32327

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

David Gluckman

(Name of Contact Person)

at (850) 421-0152

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|---|--|---|--|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Articles of Amendment
to
Articles of Incorporation
of

Florida Mining-Recreation, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

N03000009383

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

n/a

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

See attached Amendmended Articles of Incorporation

(Attach additional pages if necessary)
(continued)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA MINING-RECREATION, INC.

AMENDED ARTICLES OF INCORPORATION

By Resolution adopted by the Board of Directors by unanimous vote on May 25, 2005

The undersigned, a citizen of the United States, desiring to Amend a Corporation Not for Profit under the Corporation Not for Profit Laws of Florida, Chapter 617, Florida Statutes, certifies and acknowledges:

ARTICLE I. NAME.

The name of the Corporation Not for Profit shall be Florida Mining-Recreation, Inc. (hereafter referred to as "Corporation.").

ARTICLE II. DURATION.

The duration of the Corporation shall be until dissolved by the board of directors.

ARTICLE III. PRINCIPAL OFFICE.

The principal office and mailing address of the Corporation is 541 Old Magnolia Rd., Crawfordville, FL, 32327.

ARTICLE IV. PURPOSE.

The Corporation is organized exclusively for domestic charitable, educational and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, as may be amended, including the following:

- A. To conduct and promote the study and construction of recreational opportunities on mined lands within the State of Florida which include, but are not limited to, off highway vehicle facilities, bicycle, hiking and equestrian trails hunting and fishing activities and wildlife viewing.
- B. To assist local governments, non profit organizations and private entities in their efforts to create and operate facilities for recreational opportunities on mined lands in Florida.
- C. To publicize and educate the public on the availability of the recreational opportunities created on mined lands in Florida.
- D. To comply with the intent of the Florida Legislature as expressed in Chapter 260, Florida Statutes to the extent it is consistent with section 501 (c)(3) of the Internal Revenue Code .

ARTICLE V. MEMBERS AND BY-LAWS.

The Corporation does not intend to actively promote individual membership outside the Board of Directors. However, if the Board desires for the Corporation to provide for members, their qualifications and the manner of their admission shall be as stated in the by-laws of the Corporation. Though by-laws may be adopted by the Board, they are not required to operate the business of the Corporation.

ARTICLE VI. POWERS.

The powers of the Corporation shall be as provided in Chapter 617, Florida Statutes with the following limitations within the meaning of section 501(c)(3) of the Internal Revenue Code, as may be amended:

- A. No part of the net earnings of the 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 set forth in Article IV.
- B. 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 or intervene in, including the publishing or distributing of statements, any political campaign on behalf of or in opposition to any candidate for public office.
- C. Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

ARTICLE VII. REGISTERED AGENT AND REGISTERED AGENT'S PHYSICAL ADDRESS FOR SERVICE OF PROCESS.

The Registered Agent is David Gluckman
(phone) 850 421-0152; (fax) 850 421-0152
541 Old Magnolia Rd., Crawfordville, FL 32327

ARTICLE VIII. INCORPORATOR.

The name and address of the Incorporator is: David Gluckman, 541 Old Magnolia Rd., Crawfordville, FL 32327.

ARTICLE IX. BOARD OF DIRECTORS.

The names and addresses of the persons who are the initial three (3) Directors of the Corporation are as follows:

Name: Manley K. Fuller, III. Address: 2545 Blairstone Pines Dr., Tallahassee, FL 32301
Chair

Name: Bruce DeGrove Address: 150 S. Monroe Street, Suite 306, Tallahassee, FL 32301

Name: Marianne Gengenbach Address: 625 N. Adams St., Tallahassee, FL 32301

The Board of Directors shall be composed of three (3) members chosen in the following manner. One director shall be appointed by the companies presently mining phosphate in the state; one director shall be appointed by a majority vote of the Florida Wildlife Federation, Audubon of Florida and the Rails-to-Trails Conservancy Florida Office. These two appointees shall appoint a third member, all of whom shall serve until replaced by the organizations or members who appointed them. Letters of appointment of each member shall be kept on file at the corporate offices. Should a Board Member resign, or be unwilling or unable to serve, that Member shall be replaced by the organization(s) or individuals authorized in this Article to make the appointments. The board shall elect a Chair, and other officers as provided in the By-Laws, annually who shall serve until replaced.

ARTICLE X. MEETINGS AND QUORUM.

The Board of Directors shall meet at least one time per year and at any other time at the call of the Chair. Meetings may be conducted in person, electronically by phone or the Internet, or any other method acceptable to the Board. Formal actions of the Board shall be reduced to writing and signed by the Chair after approval of a majority of the members. Two members of the Board shall constitute a quorum for a meeting after due notice of the time and purpose of the meeting has been delivered to all Directors.

ARTICLE XI. FISCAL YEAR AND AUDIT.

The fiscal year of the Corporation shall be from July 1 to June 30 of each year. Audits shall be performed at the request of the board.


ARTICLE XII. DISSOLUTION.

In the event of, and upon dissolution of the Corporation, all assets purchased by funds paid to the Corporation by the State of Florida shall be distributed to the agency from which it was received 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. Any unobligated funds directly appropriated by the Florida Legislature remaining shall be returned to the State of Florida. Funds and assets from other sources shall be returned to the source from which they

came, pro-rata, to be used only for exempt purposes within the meaning of 501(c)(3) of the Internal Revenue Code or, if unable to be returned, donated as permitted by section 501(c)(3) of the Internal Revenue Code.

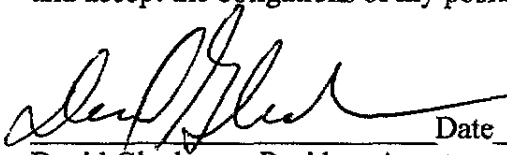
As signed and acknowledged on:

By:


David Gluckman, Incorporator of Florida Mining-Recreation, Inc.

ACKNOWLEDGMENT

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.

 Date 5/25/05
David Gluckman, Resident Agent
Address: 541 Old Magnolia Rd., Crawfordville, FL 32327

The date of adoption of the amendment(s) was: 5/25/05

Effective date if applicable: upon filing
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signed this 25th day of May, 2005

Signature 

(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

David Gluckman
(Typed or printed name of person signing)

David Gluckman, CEO / Incorporator
(Title of person signing)

FILING FEE: \$35