

N03000009383

David Gluckman
(Requestor's Name)

541 Old Magnolia Rd.
(Address)

Crawfordville
(Address)

FL 32327
(City/State/Zip/Phone #)

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Florida Mining - Recreation, Inc
(Business Entity Name)

(Document Number)

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FLORIDA MINING-RECREATION, INC.

ARTICLES OF INCORPORATION

The undersigned, a citizen of the United States, desiring to form 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 July 1, 2009, at which time the Corporation shall dissolve unless authorized to continue by law.

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 pursuant to Section 5 of Senate Bill 18E passed by the Florida Legislature on October 23, 2003 and Chapter 617, Florida Statutes, 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 phosphate 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 phosphate lands in Florida.
- C. To publicize and educate the public on the availability of the recreational opportunities created on mined phosphate lands in Florida.

E. To keep the Legislature, appropriate state agencies and the public informed of the activities of the Corporation.

F. To expand its purposes within the scope of those allowed pursuant to section 501(c)(3) of the Internal Revenue Code to include recreational opportunities involving other types of mining operations when appropriately funded by the Legislature or other entities.

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: 1435 E. Piedmont Dr. Suite 211, Tallahassee, FL 32308

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 Florida Phosphate Council; 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. The Florida Department of Environmental Protection may appoint an ex-officio member who may participate in all Board of Director activities as a non-voting member.

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. The Corporation shall submit a certified audit to the Florida Department of Environmental Protection within 120 days of the end of each fiscal year for which funding is received from the state. The audit shall delineate the expenditure of funds during the previous fiscal year. The books of the Corporation


shall be open for inspection and copying by the Florida Department of Environmental Protection at any time upon reasonable request by the department.

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 Florida Department of Environmental Protection or its successor agency 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 appropriated by the Florida Legislature remaining shall also be distributed to the Florida Department of Environmental Protection. 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 10/29/03

David Gluckman, Resident Agent

Address: 541 Old Magnolia Rd., Crawfordville, FL 32327

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