

Oct. 20, 2005 9:56AM
Division of Corporations

N05000010863

Page 1 of 1

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000248198 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : EDWARDS & ANGELL
Account Number : 075410001517
Phone : (561)833-7700
Fax Number : (561)655-8719

FLORIDA NON-PROFIT CORPORATION

South Florida Water Management District Leasing Corp

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

05 OCT 20 PM 2:22

Electronic Filing Menu

Corporate Filing

Public Access Help

B. McKnight OCT 21 2005

((H05000248198 3)))

ARTICLES OF INCORPORATION
FOR
SOUTH FLORIDA WATER MANAGEMENT DISTRICT LEASING CORP.

05 OCT 20 11 2:22

PREAMBLE

I, the undersigned, being of legal age and a natural person, with the approval of the South Florida Water Management District (the "District") do hereby subscribe to, acknowledge and file the following Articles of Incorporation to form a not-for-profit corporation under the provisions of Chapter 617, Florida Statutes.

ARTICLE I

NAME

The name of this corporation shall be:

SOUTH FLORIDA WATER MANAGEMENT DISTRICT LEASING CORP. (the "Corporation"); and the principal place of business and the mailing address shall be at 3301 Gun Club Road, West Palm Beach, Florida 33406.

ARTICLE II

OBJECT AND PURPOSE

The purposes for which this Corporation are formed are:

(a) To enter into, make, and perform contracts and agreements; to purchase or otherwise acquire, hold, lease, encumber, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of any real, personal, or intangible personal property in the same manner and to the same extent as a natural person might do for the benefit of and in support of the water management purposes of the District.

(b) To enter into ground leases, leases, lease purchase agreements, master lease purchase agreements, trust agreements, assignment agreements, reimbursement agreements, servicing agreements, construction contracts, purchase orders, purchase agreements and related agreements for the purpose of financing the acquisition, construction, renovation and improvement of real, personal or intangible personal property to serve the water management purposes to the extent permitted by law.

(c) To carry on or engage in any activity which the Corporation may deem proper or convenient in connection with the purposes hereinabove stated and to use any and all of its assets from whatever source obtained, either the principal or income therefrom, either immediately or in the future, for the furtherance of the corporate purposes and objects of the Corporation.

((H05000248198 3)))

((H05000248198 3)))

(d) All assets and earnings of this Corporation shall be used exclusively for the purposes hereinabove stated including the payment of expenses incident thereto, and no part of the net earnings of the Corporation shall inure to the benefit of any private person, entity or individual.

(e) In the event of dissolution of this Corporation, all the remaining assets of the Corporation shall be distributed to the District and used only for district purposes.

ARTICLE III

MEMBERSHIP

The sole member of the Corporation shall be the Governing Board of the District acting as the governing body of the South Florida Water Management District. The sole membership, or any interest in such membership, shall not be assignable or otherwise transferable. Membership shall be evidenced by a Certificate of membership which shall contain the statement, printed prominently on the face of the Certificate, that the Corporation is a not-for-profit corporation. The sole member shall have no voting rights.

ARTICLE IV

TERM OF EXISTENCE

The term for which this Corporation shall exist shall be perpetual.

ARTICLE V

NAME OF INCORPORATOR

The name and residence address of the incorporator of this Corporation is as follows:

Name

Carol Ann Wehle

Address

South Florida Water Management District
3301 Gun Club Road
West Palm Beach, FL 33406

ARTICLE VI

DIRECTORS

(a) The property, business and affairs of this Corporation shall be managed by a Board of Directors which shall consist of the members of the Governing Board of the District from time to time. Said Board of Directors shall have the rights and duties of directors of corporations under Chapter 607, Florida Statutes. Upon taking office as a member of the Governing Board of the District, such member shall immediately become a member of the Board of Directors and shall continue to serve as a member of the Board of Directors as long as such member continues to serve on the Governing Board of the District. In no event shall the number

((H05000248198 3)))

(((H05000248198 3)))

of Directors be less than three. If the number of Directors determined as provided above shall be less than three, the remaining directors shall appoint temporary Directors to act in such capacity until the number of members of the Governing Board of the District shall at least equal three. In the event there are no members of the Governing Board of the District, the Executive Director of the District shall appoint three (3) temporary directors to serve until there is at least one (1) duly elected or appointed member of the Governing Board of the District.

(b) The name and address of each person who is to serve as an initial Director of this Corporation are set forth below.

<u>Name</u>	<u>Address</u>
Kevin McCarty	South Florida Water Management District 3301 Gun Club Road West Palm Beach, Florida 33406
Irela Bagué	South Florida Water Management District 3301 Gun Club Road West Palm Beach, Florida 33406
Pamela Brooks-Thomas	South Florida Water Management District 3301 Gun Club Road West Palm Beach, Florida 33406
Alice J. Carlson	South Florida Water Management District 3301 Gun Club Road West Palm Beach, Florida 33406
Michael Collins	South Florida Water Management District 3301 Gun Club Road West Palm Beach, Florida 33406
Nicholás J. Guitiérrez, Jr., Esq.	South Florida Water Management District 3301 Gun Club Road West Palm Beach, Florida 33406
Lennart E. Lindahl, P.E.	South Florida Water Management District 3301 Gun Club Road West Palm Beach, Florida 33406
Harkley R. Thornton	South Florida Water Management District 3301 Gun Club Road West Palm Beach, Florida 33406
Malcolm S. Wade, Jr.	South Florida Water Management District 3301 Gun Club Road West Palm Beach, Florida 33406

(((H05000248198 3)))

Oct. 20. 2005 9:58AM

No. 0961 P. 5

((H05000248198 3)))

ARTICLE VII

BY-LAWS

The By-laws of this Corporation may be adopted, amended, modified or rescinded by the Directors of this Corporation.

ARTICLE VIII

REGISTERED OFFICE

The initial registered office of this Corporation shall be at One North Clematis Street, Suite 400, West Palm Beach, Florida 33401. The initial registered agent at that address shall be Angell Corporate Services, Inc.

IN WITNESS WHEREOF, I have hereunto set my hand, this 9th day of October 2005.



Carol Ann Wehle
Incorporator

((H05000248198 3)))

Oct. 20. 2005 9:58AM

No. 0961 P. 6

((H05000248198 3)))

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned notary, personally appeared CAROL ANN WEHLE, to me known to be the signer of the foregoing Articles of Incorporation of SOUTH FLORIDA WATER MANAGEMENT DISTRICT LEASING CORP., who after being by me first duly sworn did depose and say that it is the intent of such signed in good faith to carry out the purposes and objects as set forth in the foregoing Articles.

WITNESS my hand and official seal of the State and County aforesaid, this 19th day of OCTOBER, 2005.

Christine C. Bergeron
NOTARY PUBLIC, State of Florida

Typed/Printed Name of _____



CHRISTINE C. BERGERON
MY COMMISSION # DD 004218
EXPIRES Jan 21, 2008
Renewed thru Budget Notary Services

Commission No.: _____

My Commission Expires: _____

Produced the following identification:

_____ or was personally known to me ✓.

((H05000248198 3)))

Oct. 20. 2005 9:58AM

No. 0961 P. 7

((H05000248198 3)))

**CERTIFICATE ACCEPTING APPOINTMENT
AS REGISTERED AGENT**

WITNESSETH:

That South Florida Water Management District Leasing Corp., a not-for-profit corporation duly organized under the laws of the State of Florida, which has its principal office in West Palm Beach, Florida, has named Angell Corporate Services, Inc., located at One North Clematis Street, Suite 400, West Palm Beach, Florida 33401, as its registered agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated not-for-profit corporation, at the place designated in this certificate, we hereby agree to act in this capacity, and we further agree to comply with the provisions of all statutes relative to the proper and complete performance of our duties, and we accept the duties and obligations of Sections 617.0501 and 617.0503, Florida Statutes.

Dated this 20th day of October, 2005.

ANGELL CORPORATE SERVICES, INC.

By: [Signature]
Print Name: DANA T. PICKARD
Title: Vice President

05 OCT 20 PM 2:22

((H05000248198 3)))