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ARTICLES OF INCORPORATION
OF
FLORIDA LAND CONSERVANCY, INC.

Pursuant to the provisions of Chapter 617, Florida Statutes, I, the undersigned natural person competent to contract, acting as incorporator of a corporation not-for-profit, hereby adopt the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is **FLORIDA LAND CONSERVANCY, INC.**
(hereinafter referred to as the "Corporation").

ARTICLE II
STREET AND MAILING ADDRESS OF INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office of the Corporation is
1300 Thomaswood Drive, Tallahassee, Florida 32308.

ARTICLE III
NONPROFIT PURPOSE

The purposes for which the Corporation is organized are (i) the protection of natural, scenic, or open space values of real property, assuring its availability for agricultural, forest, recreational, or open space use, (ii) the protection of natural

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resources, (iii) the maintenance or enhancement of air or water quality, and (iv) for any other purpose allowed by the Florida Not For Profit Corporation Act. To further its purposes, the Corporation shall have all general powers which are, from time to time, enumerated in the Florida Not For Profit Corporation Act.

ARTICLE IV **MEMBERSHIP**

The Corporation is to be organized upon a nonstock membership basis. Such memberships shall be nonredeemable, nontransferable, and nonindividual bearing. Qualifications for membership and admission of new members shall be determined as set forth in the By-Laws of the Corporation.

ARTICLE V **BOARD OF DIRECTORS**

The affairs and property of the Corporation shall be managed and governed by a Board of Directors. The Directors shall be elected and shall serve in the manner provided by the By-Laws of the Corporation.

ARTICLE VI **OFFICERS**

The officers of this Corporation shall be a President, a Secretary, and a Treasurer and such other officers as may be provided in the By-Laws. Charles R. Gardner shall serve as President, Secretary and Treasurer until new officers are elected.

ARTICLE VII
NAME AND ADDRESS OF INITIAL REGISTERED AGENT

Charles R. Gardner, whose address is 1300 Thomaswood Drive, Tallahassee, Florida 32308, is hereby appointed the initial registered agent of this Corporation.

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator of this Corporation are: Charles R. Gardner, 1300 Thomaswood Drive, Tallahassee, Florida 32308

ARTICLE IX
AMENDMENTS

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors, and officers are subject to this reservation. The Articles of Incorporation of the Corporation may be amended only upon majority vote approving such adoption by the Board of Directors of the Corporation.

ARTICLE X
DISSOLUTION AND DISTRIBUTION

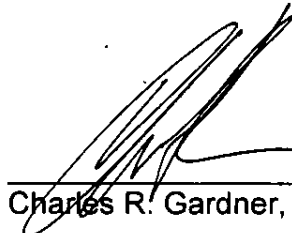
Upon the dissolution or other termination of the Corporation, no part of the property of the Corporation or any proceeds shall be distributed to or inure to the benefit of any of the officers, directors, or members of the Corporation, but all such

property and proceeds, subject to the discharge of valid obligations of the Corporation, and to the applicable provisions of the Florida Not For Profit Corporation Act, shall be distributed as directed by the members of the Corporation among one or more corporations, trusts, community chests, funds, or foundations organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes, no part of the net earnings of which inure to the benefit of any private shareholder, member, or individual, and no substantial part of whose activities consist of carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office, or to other entities of the type which qualify for Federal Income Tax exemption under Section 501(c)(3) of the Internal Revenue Code, as amended.

ARTICLE XI **DURATION**

The Corporation shall exist perpetually.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this Corporation, have executed these Articles of Incorporation this 30th day of October, 2006.



Charles R. Gardner, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR SERVICE OR PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Statute:

FLORIDA LAND CONSERVANCY, INC., desiring to organize under the laws of the State of Florida, with its principal offices at 1300 Thomaswood Drive, Tallahassee Florida 32308, has named Charles R. Gardner, whose office is located at 1300 Thomaswood Drive, Tallahassee, Florida 32308 as its agent to accept service of process within the State.



Charles R. Gardner

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Charles R. Gardner

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