

No7 000003047

Deborah Poppell

(Requestor's Name)

90 Dept of Environmental Protection

(Address)

3910 Commonwealth Blvd

(Address)

Mail Stat. 100

Tallahassee FL 32399

(City/State/Zip/Phone #)

3000

☐ PICK-UP

☒ WAIT

☐ MAIL

(Business Entity Name)

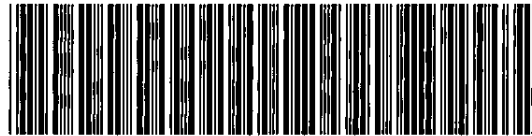
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STATE OF FLORIDA OLO 370000 DEPARTMENT DEPARTMENT OF ENVIRONMENTAL PROTECTION SITE DISBURSEMENTS	VOUCHER SCHEDULE JT-2	DATE 03/23/2007	S-W/Agency Voucher No. D70-0058-9470 D04195
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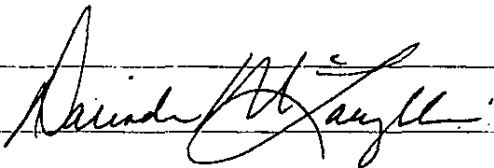
CFO ACCOUNT NUMBER	CF	OBJECT CODE	TRANS CODE	TRANS CODE
CFO ACCOUNT NAME			25	45
INVOICE			INCREASE AMOUNT	INCREASE AMOUNT
37202131001-3710020000-10071800		4990	78.75	
CONSER & RECREATION LANDS TF				
LAND MANAGEMENT				
INV: BABCOCK	78.75			
45101000132-4530010000-00010000				78.75
GENERAL REVENUE FUND				
FEES				
TRANSACTION TYPE: JOURNAL ADVICE			TOTAL	TOTAL
			78.75	78.75

I hereby certify that the above transactions are in accordance with the Florida Statutes and all applicable laws and rules of the State of Florida.

For State Comptroller's Use Only

Time In

APPROVED:



Audited By

TITLE

**ARTICLES OF INCORPORATION
OF
BABCOCK RANCH, INC.,
A Florida Not For Profit Corporation**

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The undersigned Incorporator hereby makes and files these Articles of Incorporation on behalf of Babcock Ranch, Inc. (the Corporation), pursuant to Chapter 617, Florida Statutes, stating as follows:

(1) The name of the Corporation shall be Babcock Ranch, Inc., and is hereby organized as a Florida not for profit Corporation, pursuant to the provisions of Chapter 617, Florida Statutes.

(2) Pursuant to Section 259.1053(4), Florida Statutes, the Corporation shall continue in perpetuity until dissolved by an act of the Legislature, and the date and time of the commencement of its corporate existence shall be the time of the filing of these Articles of Incorporation with the Department of State.

(3) The purpose for which the Corporation is organized is as follows:

- (a) To provide for the management and administrative services for the Babcock Ranch Preserve (the "Preserve"), to establish and implement management policies that will achieve the purposes and requirements of Section 259.1053 Florida Statutes, to cooperate with state agencies to further the purposes of the Preserve, and to establish the administrative and accounting procedures for the operation of the corporation.
- (b) To provide the protection and preservation of the environmental, agricultural, scientific, scenic, geologic, watershed, fish, wildlife, historic, cultural, and

recreational values of the Preserve.

- (c) To provide the promotion of high-quality hunting experiences for the public, with emphasis on deer, turkey, and other game species.
- (d) To provide multiple use and sustained yield of renewable surface resources within the Preserve.
- (e) To provide public use of and access to the Preserve for recreation, research and education.
- (f) To provide the use of renewable resources and management alternatives that, to the extent practicable, benefit local communities and small businesses and enhance the coordination of management objectives with those on surrounding public or private lands.
- (g) To use renewable resources and management alternatives through the exchange of services, including, but not limited to, labor and maintenance of facilities, for resources or services provided to the corporation.

(4) As required by Section 259.1053(4), Florida Statutes, the Corporation shall be governed by a nine-member Board of Directors which shall be appointed as follows: the Board of Trustees of the Internal Improvement Trust Fund (4 members); the Executive Director of the Florida Fish and Wildlife Conservation Commission (1 member); the Commissioner of Agriculture (1 member); the Babcock Florida Company (1 member); the Charlotte County Board of County Commissioners (1 member); and the Lee County Board of County Commissioners (1 member).

- (5) The four members initially appointed by the Board of Trustees of the Internal

Improvement Trust Fund shall each serve a 4-year term.

(6) The remaining initial five appointees shall each serve a 2-year term.

(7) Each member appointed to succeed the original 9 members shall serve a 4-year term.

(8) Any vacancy on the Board shall be filled in the same manner and by the same agency or entity that made the original appointment to the seat being vacated. The succeeding nominee shall serve for the remainder of the term of the member being replaced.

(9) No member of the Board of Directors shall serve more than 8 years in consecutive terms.

(10) Each member of the Board of Directors shall serve without compensation, but shall receive travel and per diem expenses as provided in Chapter 112.061, Florida Statutes while in the performance of his or her duties.

(11) The street address of the Corporation's initial registered office, principal office and mailing address, and the name of its initial registered agent at such address is as follows:

Deborah Poppell, Acting Director
Division of State Lands
Department of Environmental Protection
3900 Commonwealth Boulevard
Mail Station 100
Tallahassee, Florida 32399-3000

(12) The Board of Directors may not increase the number of its members without prior statutory approval. The name and address of the incorporator of these Articles of Incorporation is as follows:

Deborah Poppell, Acting Director
Division of State Lands
Department of Environmental Protection
3900 Commonwealth Boulevard
Mail Station 100
Tallahassee, Florida 32399-3000

(13) The initial members of the Corporation shall be its initial Board of Directors as stated above. The names and addresses of the initial Board of Directors are attached hereto as Exhibit "A."

(14) This Corporation is organized upon a nonstock, nonmembership basis. No shares of stock shall be issued, no dividends shall be paid, and no part of the income of the Corporation, if any, shall be distributed to its members, directors or officers. No payment, benefit, distribution or compensation of any kind shall be paid to the Corporation's directors, officers or members.

(15) This Corporation is organized exclusively for, and will be operated exclusively for, charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(16) No part of this Corporation's net earnings will inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that this 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 these Articles of Incorporation. 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 in, or intervene in (including the publication and distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. 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 Fla. Stat. 259.1053 and the purposes of this Corporation.

(17) These Articles of Incorporation are conditioned on prior approval by the Board of Trustees of the Internal Improvement Trust Fund (the "Board of Trustees"), and may not be amended without the prior approval of the Board of Trustees.

(18) The Board of Directors shall review and approve any management plan developed pursuant to Sections 253.034 and 259.032, Florida Statutes, for the management of lands in the Babcock Preserve prior to the submission of that plan to the Board of Trustees for approval and implementation.

(19) The corporation shall be limited in its powers as set forth in Chapter 259.1053 Florida Statutes. In the event of any conflict between the provisions of Chapter 617 Florida Statutes and Chapter 259.1053 Florida Statutes, the provisions of Chapter 259.1053 authorizing the creation of the corporation shall control.

(20) No person may, without the express written authority of the corporation, use the


words "Babcock Ranch, Inc." as the name under which that person conducts or purports to conduct business, for the purpose of trade or advertisement, or in any manner that may suggest any connection with the corporation.

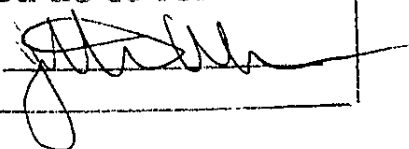
(21) State laws governing public meetings, as provided in Section 286.011 Florida Statutes, regarding public records, as provided in Chapter 119 Florida Statutes and the procurement of commodities and services by state agencies, as provided in Section 287.057 Florida Statutes shall apply to the corporation.

(22) The Board of Directors shall establish an Operating Fund, Annual Budget, Audit and Annual Report as required in Section 259.1053(10).

(23) Upon dissolution of this Corporation, any cash balances of funds shall revert to the General Revenue fund or such other state fund as may be provided under the act dissolving Babcock Ranch, Inc. exempt recipients within the meaning of 501(c)(3) of the Internal Revenue Code. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of this Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this ____ day of March __, 2007, for the purposes above stated.


Deborah Poppell, Incorporator

Approved as to form and
legality 

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in Paragraph 11 of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated this 23rd day of March 2007.


Deborah Poppell

Exhibit A - Directors

Mr. Sandy Safley - Board of Trustees appointee
Mr. Manley Fuller - Board of Trustees appointee
Mr. Cary Lightsey - Board of Trustees appointee
Dr. Hilary Swain - Board of Trustees appointee
Dr. George Tanner - FWC (Florida Fish and Wildlife Conservation) appointee
Dr. Bill Hammond - Kitson LLC appointee
Dr. William H. Wilcox - Charlotte County appointee
Erick A. Lindblad - Lee County appointee
James Bryan - DACS, Division of Forestry appointee

Directors address is same as principle

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