

**NO 8000010309**

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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**ADVANCED CITRUS TECHNOLOGIES, INC.**

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**ARTICLES OF INCORPORATION  
OF  
ADVANCED CITRUS TECHNOLOGIES, INC.  
A Florida Corporation Not For Profit**

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The undersigned, acting as incorporator of this corporation pursuant to Chapter 617 of the Florida Statutes, hereby forms a corporation not for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

**ARTICLE I  
NAME OF CORPORATION**

The name of this corporation shall be **ADVANCED CITRUS TECHNOLOGIES, INC.**

**ARTICLE II  
ADDRESS OF PRINCIPAL OFFICE AND  
MAILING ADDRESS OF CORPORATION**

The address of the principal office of the corporation is 1903 South 25th Street, Suite 200, Fort Pierce, Florida 34947, and the mailing address of the corporation is the same.

**ARTICLE III  
PURPOSES AND POWERS OF CORPORATION**

A. The corporation is organized exclusively for religious, charitable, scientific, literary and educational purposes, including, for all such purposes, making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or such corresponding section of any future federal tax code (hereinafter referred to as the "Code"). To the extent consistent with the preceding sentence and permissible under Florida law, the purposes of this corporation shall include, but shall not be limited to:

1 Researching and developing new technologies to combat biological threats to the citrus industry;

2 Aggressively pursue new technological solutions to citrus diseases, such as, but not limited to, huanglongbing (HLB) or more commonly known as "greening disease"; and

3 Advocate through education and demonstration the rapid deployment of technologies and solutions to these biological threats on an industry wide scale.

B. This corporation shall be authorized to carry out any and all acts and to exercise any and all corporate powers which may now or hereafter be lawful under the laws of the State

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of Florida to the extent applicable to corporations not for profit and that are not inconsistent with these Articles of Incorporation.

C. Notwithstanding anything contained in these Articles of Incorporation to the contrary, the following provisions shall apply:

1 No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation and to make payments and distributions in furtherance of the purposes set forth in this Article III.

2 No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in any political campaign (including publishing or distributing statements) on behalf of or in opposition to any candidate for public office.

3 Notwithstanding any other provision of these Articles of Incorporation, the 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 Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

#### ARTICLE IV ELECTION OF DIRECTORS

The Board of Directors of the corporation shall be elected as provided in the Bylaws. The Board of Directors shall at all times consist of at least three (3) persons. The initial Board of Directors are:

John L. Jackson  
36545 E Eldorado Lake Drive  
Eustis, FL 32736

Peter McClure  
5325 Summerlin Road  
Port St. Lucie, FL 34987

Jerry Newlin  
12010 NE Highway 70  
Arcadia, FL 34266

#### ARTICLE V INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 800 N Magnolia Avenue, Suite 1500, Orlando, Florida 32803, and the name of the initial registered agent of this corporation at that address is Dean Mead Services, LLC. The Board of Directors may from time to time designate a new registered office and registered agent.

#### ARTICLE VI INCORPORATOR

The name and address of the incorporator of this corporation are: Michael D. Minton  
1903 S 25th Street, Suite 200, Fort Pierce, Florida 34947.

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**ARTICLE VII  
TERM OF EXISTENCE**

This corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation with the Secretary of State.

**ARTICLE VIII  
DISSOLUTION OF CORPORATION**

Upon the dissolution of this corporation, after the payment or provision for the payment of all of the liabilities of this corporation, all of the assets of this corporation shall be distributed at the direction of the Board of Directors for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of St. Lucie County, 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 no event, however, may the assets to be disposed of be distributed to or for the benefit of any member, director, trustee, officer or other private person, other than as reasonable payment for services rendered by such person.

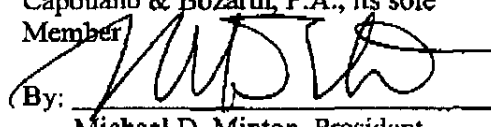
IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Fort Pierce, Florida, this 7<sup>th</sup> day of November, 2008.

  
Michael D. Minton, Incorporator**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent to accept service of process at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity and comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent, including the provisions of Section 48.091 of the Florida Statutes. I am familiar with and accept the duties and obligations of Section 617.0503 of the Florida Statutes.

DEAN MEAD SERVICES, LLC

By: Dean, Mead, Egerton, Bloodworth,  
Capouano & Bozarth, P.A., its sole  
Member

  
By: Michael D. Minton, PresidentDated: November 7<sup>th</sup>, 2008.

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