

N 19 0000 110 40

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

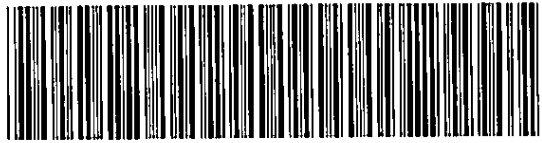
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

N. SAMS
OCT 21 2019



200322869552

08/27/19--01016--007 **128.75

FILED
2019 OCT 21 PM 3:52
SECRETARY OF
TALLAHASSEE COUNTY

COVER LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Certificate of Domestication for Archbold Expeditions

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
-----------------------	---------

Archbold Expeditions
Attn: Hilary Swain, Executive Director

Name (printed or typed)

123 Main Drive

Address

Venus, FL 33960

City, State & Zip

863 465-2571

Daytime Telephone Number

hswain@archbold-station.org

E-mail address: (to be used for future annual report notification)

**NOT FOR PROFIT
CERTIFICATE OF DOMESTICATION**

The undersigned, Hilary Swain, Executive Director and Assistant Secretary
(Name) (Title)
of Archhold Expeditions a foreign Corporation
(Corporation Name)
in accordance with section 617.1803, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was December 12, 1937.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Philadelphia, PA.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Archhold Expeditions.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 617.01201 and 617.0202 with this certificate is: Archhold Expeditions, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was: Florida
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 617.1803.

I am Hilary Swain, of 123 Main Drive, Venus, FL 33960

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 9th day of August 2019.

Hilary Swain
(Authorized Signature)
HILARY SWAIN

Filing Fee:	
Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
2019 OCT 21 PM 3:53
FILED

ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S. (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: **Archbold Expeditions, Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

Principal Address

Mailing Address

123 Main Drive, Venus, FL 33960

123 Main Drive, Venus FL 33960

ARTICLE III PURPOSE

The purpose for which the corporation is organized:

The corporation is organized, and shall be operated, exclusively for charitable, scientific, and educational purposes as may qualify it for tax exempt status under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. These purposes include, but are not limited to: long-term ecological research, education, and conservation, based in Florida and part of the global effort to understand, interpret, and conserve the Earth's natural diversity and healthy ecosystems.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The directors shall be elected or appointed as provided in the bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

The name(s) and address(es) and specific title(s):

Chairperson, Director - Mary Page Hufty, 257 Mapache Dr, Portola Valley, CA 94028
Treasurer, Director - Barbara Stewart, 72 Lake Byrd Blvd, Avon Park, FL 33825
Secretary, Director - Veronica M.A. Alegria, 2202 Greenfield Ave, Los Angeles, CA 90064
Vice-Chair, Director - Loren Daniel Hufty Alegria, 128 Magazine St -Apt 14, Cambridge, MA 02139
Assistant Treasurer, Director - Robert Lloyd George, 346 Crescent Dr, Palm Beach, FL 33480

Director - Daniel Santiago Alegria, 257 Mapache Dr, Portola Valley, CA 94028
Director - Dylan Archbold Hufty Alegria, 2202 Greenfield Ave, Los Angeles, CA 90064
Director - Schellie Archbold, 239 East 52nd St, New York, NY 10022
Director - Sebastian de Atucha, 612 Williams St, Denver, CO 80218
Director - Vevie Dimmitt, 1015 Bay Esplanade, Clearwater Beach, FL 33767
Director - John Fitzpatrick, 1636 Ellis Hollow Rd, Ithaca, NY 14850-9689
Director - John ("Jack") Archbold Hufty, -982 S. Patrick Cir, West Palm Beach, FL 33406
Director - Lela Porter Love, 205 West 76th Street, Apt. 8D, NYC, NY 10023
Director - Jim Strickland, 24615 Oak Knoll Rd, Myakka City, FL 34251

Executive Director, Assistant Secretary - Hilary M. Swain, 123 Main Drive, Venus, FL 33960
Chief Financial Officer, Assistant Secretary - Eric A. Stein, 123 Main Drive, Venus, FL 33960

SECRETARY OF STATE
ALLIANCE OF FLORIDA
2019 OCT 21 PM 3:53
FILED

FILED
2019 OCT 21 PM 3:53
SECRETARY OF THE STATE
TALLAHASSEE, FLORIDA

ARTICLE VI SHARES AND MEMBERS

The corporation shall have no shares of stock or members.

ARTICLE VII AMENDMENTS TO THE ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by the act of the Board of Directors of the corporation.

ARTICLE VIII AMENDMENTS TO THE BYLAWS

After adoption by the Board of Directors of initial bylaws, the bylaws of the corporation are to be made, altered or rescinded by the Board of Directors of the corporation.

ARTICLE IX PROHIBITED ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers or other private persons, except that the corporation shall have the authority to pay reasonable compensation for services actually rendered to or for the corporation and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. 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 (including the publishing or 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, the corporation shall not engage in or carry on any activities not permitted to be engaged in or carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, 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 of 1986, or the corresponding section of any future federal tax code.

ARTICLE X DISSOLUTION

Upon the dissolution of the corporation, its assets shall, after paying or making provision for the payment of the liabilities of the corporation, be distributed by the corporation exclusively for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, scientific or other eleemosynary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, as the Board of Directors shall determine. Any such assets not so distributed shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such exempt purposes or to such organization or organizations organized and operated exclusively for charitable, educational, scientific or other eleemosynary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code as said Court shall determine.

ARTICLE XI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Hilary Swain
123 Main Drive
Venus, FL 33960

ARTICLE XII ORIGINAL INCORPORATION

Archbold Expeditions was originally incorporated as Biological Explorations, a nonprofit corporation in Philadelphia, Pennsylvania on March 12, 1937. The original incorporators were: William R Spoffard, Dudley T. Easby Jr., Knox Henderson, Warwick Potter Scott, and Robert Brigham. On August 13, 1940, the name of the corporation was changed in Philadelphia, Pennsylvania to Archbold Expeditions.

ARTICLE XIII INCORPORATOR

The name and address of the incorporator for domestication of the corporation as a Florida corporation is:

Mary Page Huffy
257 Mapache Drive
Portola Valley, CA 94028

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 am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Hilary Swain
Signature/Registered Agent **HILARY SWAIN**

9th August 2019
Date

Mary Page Huffy
Signature/Incorporator **Mary Page Huffy**

July 31, 2019
Date