

N23000006751

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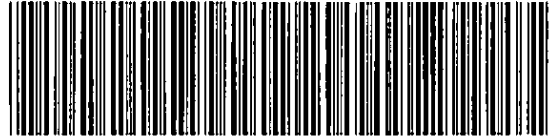
(Business Entity Name)

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 30, 2023

CT CORP

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Please Allow For
Same File Date

SUBJECT: C-51 RESERVOIR PHASE 2, INC..
Ref. Number: W23000075745

We have received your document for C-51 RESERVOIR PHASE 2, INC..
However, the document has not been filed and is being returned for the following:

The document must have original signatures.

If you have any further questions concerning your document, please call (850)
245-6000.

Summer Chatham
Regulatory Specialist III
Director's Office

Letter Number: 723A00012185

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CALLAHAN, FLORIDA

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CT CORP
(850)656-4724
3458 Lakeshore Drive,
Tallahassee, FL 32312

Date: 05/26/2023
Acc#I20160000072

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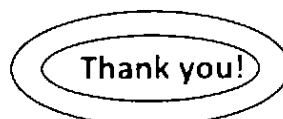
Name:	C-51 Reservoir Phase 2, Inc.
Document #:	
Order #:	14956371

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
Plain Copy:	<input type="checkbox"/>		
Certificate of Good Standing:	<input type="checkbox"/>		
Certified Copy of	<input type="checkbox"/>		
Apostille/Notarial Certification:	<input type="checkbox"/>	Country of Destination:	
		Number of Certs:	

Filing: <input checked="" type="checkbox"/>	Certified: <input checked="" type="checkbox"/>	Email Address for Annual Report Notifications: <div></div>
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Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____
Ref# _____

Amount: \$ **78.75**



**ARTICLES OF INCORPORATION
OF
C-51 RESERVOIR PHASE 2, INC.**

(a Florida Not For Profit Corporation)

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation is C-51 Reservoir Phase 2, Inc. (hereinafter referred to as the "Corporation"). Its principal office is located at One North Clematis Street, Suite 200, West Palm Beach, FL 33401, or at such other place as may be designated, from time to time, by the Board of Directors.

**ARTICLE II
DURATION**

The period of duration of the Corporation is perpetual.

**ARTICLE III
PURPOSE AND POWERS**

The Corporation is organized exclusively for public, charitable, literary and educational purposes within the meaning of Internal Revenue Code Section 501(c)(3). The principal purpose for which the Corporation is organized is to acquire, own, construct, permit and operate one or more reservoirs and water conveyance infrastructure to lessen the burdens of government such that the Corporation qualifies as an Internal Revenue Code Section 501(c)(3) charitable entity. The Corporation shall be empowered to do and perform all acts and things and engage in any lawful act or activity as may be allowed by the laws of the State of Florida with respect to not-for-profit corporations, as those laws now exist or as they may hereafter provide, and to have and exercise all powers necessary or convenient to effect any or all of the purposes for which the Corporation is organized.

**ARTICLE IV
PROHIBITION AGAINST DISTRIBUTION OF INCOME**

The Corporation is one which does not permit pecuniary gain or profit. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the Corporation. 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 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 carry on any 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.

ARTICLE V CAPITAL STOCK

The Corporation shall have no capital stock and shall initially have no members as further described in the By-Laws of the Corporation.

ARTICLE VI QUALIFICATIONS OF MEMBERSHIP

The Board of Directors may determine to provide for membership in the Corporation, as set further described in and regulated by the By-Laws of the Corporation.

ARTICLE VII VOTING RIGHTS

Members of the Corporation shall have such voting rights as are set forth in the By-Laws of the Corporation.

ARTICLE VIII LIABILITY FOR DEBTS

Members of the Corporation, members of the Board of Directors, and officers of the Corporation shall not be liable for the debts of Corporation.

ARTICLE IX BOARD OF DIRECTORS

The Corporation shall have three (3) directors initially. The number of directors may be changed from time to time as provided in the Bylaws; provided, however, that the Board of Directors consists of not fewer than three (3) directors and no decrease in the number of directors shall have the effect of shortening the terms of an incumbent director. The members of the Board of Directors shall be elected as provided in the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Mehdi Hendi	One North Clematis Street Suite 200 West Palm Beach, Florida 33401
J. Patrick McMullen	6621 Wilbanks Rd. Knoxville, TN

Christopher Cortez

20125 State Road 80
P.O. Box 700
Loxahatchee, Florida 33470

ARTICLE X INDEMNIFICATION

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a member of the Board of Directors or as an officer of the Corporation from and against any and all claims and liabilities to which such person shall become subject by reason of his or her having been, or hereafter being, a member of the Board of Directors or an officer of the Corporation, or by reason of any action alleged to have been taken or omitted by him or her as such member of the Board of Directors or officer of the Corporation, and shall reimburse each such person for all legal and other expenses reasonably incurred by him or her in connection with any such claim or liability to the fullest extent permitted by applicable Florida law.

ARTICLE XI DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Internal Revenue Code Section 501(c)(3), or the corresponding section of any future federal tax 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 a Court of Competent Jurisdiction of the county in which the principal office of the 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. .

ARTICLE XII TRANSFER OF MEMBERSHIP

A membership may be transferred only through Corporation in accordance with the procedure set forth in the By-Laws of the Corporation. A member who has been expelled from the Corporation shall surrender his or her membership certificate to the Corporation in accordance with the procedure set forth in the By-Laws of the Corporation.

ARTICLE XIII INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office for the Corporation is One North Clematis Street, Suite 200, West Palm Beach, FL 33401, and the name of its registered agent at that address is Mehdi Hendi.

2023
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**ARTICLE XIV
INCORPORATOR**

The name and address of the Incorporator of Corporation are:

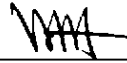
NAME

ADDRESS

Mehdi Hendi

One North Clematis Street
Suite 200
West Palm Beach, Florida 33401

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 22nd day of May, 2023.



Mehdi Hendi, Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE XIII 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 22nd day of May, 2023.



Mehdi Hendi, Registered Agent

**C-51 RESERVOIR PHASE 2, INC.
(A FLORIDA NOT FOR PROFIT CORPORATION)
MINUTES OF ORGANIZATIONAL MEETING**

At the organizational meeting of the members of the first Board of Directors as named in the Articles of Incorporation of C-51 Reservoir Phase 2, Inc., a Florida not for profit corporation (the "Corporation"), the Board of Director adopted the following resolutions:

Be It Resolved: That the Articles of Incorporation of the Corporation were filed with the Secretary of State of Florida. Attached hereto as Exhibit "A" and made a part hereof by reference, are a copy of the Articles of Incorporation;

That a set of bylaws and policies, in the form attached hereto and made a part hereof by reference, have been reviewed in their entirety and are hereby adopted as the bylaws and policies of the Corporation;.

That the initial Directors as named in the Articles of Incorporation, shall continue to serve until their successors are elected and qualified or the death, resignation or removal of said individuals. The initial Directors are as follows:

J. Patrick McMullen

Mehdi Hendi

Christopher Cortez;

That the following persons are elected to the offices set forth opposite their names, to serve until their successors are elected and qualified or the death, resignation or removal of said individuals:

President, Asst. Secretary:

Mehdi Hendi

Secretary:

Christopher Cortez

Vice President , Treasurer; Asst. Secretary:

J. Patrick McMullen

That the registered office and registered agent of the Corporation, initially fixed by the terms of Article XIII of the Corporation's Articles of Incorporation, will be retained pending further action by the Board of Directors;.

That the President or Vice President of the Corporation is authorized to designate any bank or banks as depositories of the Corporation and to deposit therein all funds of the Corporation, with the President or Vice President of the Corporation setting controls on said bank account;

That Greenberg Traurig, P.A. is retained as legal counsel for the Corporation, and is authorized to file an application with the Internal Revenue Service to seek to qualify the Corporation as a tax-exempt charitable corporation under Internal Revenue Service Code Section 501(c)(3); and

That all prior actions of the Board of Directors and Incorporator are hereby ratified and affirmed.

Dated as of May 22, 2023.



Mehdi Hendi, Asst. Secretary