

NO2000002449

Ronald L. STAFFORD

Name (Printed or typed)

455 Christopher St

Address

St. Augustine Florida, 32084

City, State & Zip

904-824-1185

Daytime Telephone number

Office Use Only

BER(S), (if known):

300004899139--3

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\*\*\*\*\*87.50 \*\*\*\*\*87.50

1. \_\_\_\_\_  
(Corporation Name)

(Document #)

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(Corporation Name)

(Document #)

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(Corporation Name)

(Document #)

4. \_\_\_\_\_  
(Corporation Name)

(Document #)

☐ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

**NEW FILINGS**

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

**OTHER FILINGS**

- ☐ Annual Report
- ☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2002 APR -3 PM12:43

FILED

CR2E031(7/97)

6021-619-2553-611  
6021-531  
6002-4394

Examiner's Initials

4/4/02



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

FILED

2002 APR -3 PM 12:43

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

March 15, 2002

RONALD L. STAFFORD  
655 CHRISTOPHER STREET  
ST. AUGUSTINE, FL 32084

SUBJECT: FRIENDS OF EXCELSIOR, INC.  
Ref. Number: W02000004394

We have received your document for FRIENDS OF EXCELSIOR, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Bylaws are not filed with this office. Please retain them for your records.

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden  
Document Specialist  
New Filings Section

Letter Number: 802A00015572



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

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2002 APR -3 PM 12:43

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

February 14, 2002

RONALD L. STAFFORD  
655 CHRISTOPHER STREET  
ST. AUGUSTINE, FL 32084

SUBJECT: FRIENDS OF EXCELSIOR, INC.  
Ref. Number: W02000004394

We have received your document for FRIENDS OF EXCELSIOR, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden  
Document Specialist  
New Filings Section

Letter Number: 302A00009115

**ARTICLES OF INCORPORATION**

**OF**

**FRIENDS OF EXCELSIOR, INC.**

**(A NOT FOR PROFIT CORPORATION)  
ESTABLISHED UNDER THE PROVISIONS  
OF  
CHAPTER 617, FLORIDA STATUTES**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I  
NAME**

**Section 1.1 NAME.** The name of this Corporation shall be  
**FRIENDS OF EXCELSIOR, INC. ("The Corporation")**

**Section 1.2 Place of Business and Mailing Address.**  
**655 Christopher Street  
St. Augustine, Florida 32084**

**Section 1.3 PURPOSES.** The Corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501c (3) of the Internal Revenue Code of 1986, as amended and the Treasury Regulation issued there under, or the corresponding provisions of any future United States Revenue Law (the "Code"), and its primary purpose is to enrich the lives of all, and raise their levels of aspiration and accomplishment to promote the social, economic, cultural, moral, and ethical development of the community, serving as a stimulus to learning and providing service to all.

**ARTICLE II  
BOARD OF DIRECTORS**

**Section 2.1 Election and Terms of Office.** The Board of Directors shall be elected by a majority vote. They shall serve staggered terms. Directors shall serve terms of two years and, if re-elected, serve an unlimited number of terms. In order to provide continuity for the Board, one half of the Directors' terms of office will expire at the close of the annual meeting scheduled each year.

**Section 2.2 Qualifications.** The Board of Directors shall consist of residents of St. Johns County, Florida and shall be elected by the Board of Directors.

**Section 2.3 Number.** The Board of Directors shall consist of seven (7) elected persons. The number of Board members may be increased or reduced from time to time by the Board of Directors, but shall never be less than seven (7), and no more than nine (9). Members of the Board of Directors shall be members of the Corporation.

**Section 2.4 Removals and Vacancy.** Directors may be removed by a majority vote of the Board of Directors at any time with cause. A vacancy on the Board of Directors shall be filled for the remainder of the expired term by a majority vote of the Board of Directors.

**Section 2.5 President.** The Board of Directors shall elect the President. The President, or his/her designee, shall preside over all meetings of the members of the Board of Directors and, perform all duties incidental to the office of the President. The President, or a majority of the Board of Directors may call special meetings of the Board of Directors.

**Section 2.6. Annual Meetings of the Board of Directors.** The annual meetings of the Board of Directors shall be held each year in September at a place designated by the Board of Directors. The President and the Board of Directors shall determine the time and place of the annual meeting.

**Section 2.7 Regular Meetings of Directors.** Regular meetings of the Board of Directors shall be held every two (2) months, or as determined by the Board of Directors.

**Section 2.8 Special Meetings of Directors.** Special meetings of the Board of Directors may be held anytime. A special meeting of the Board of Directors shall be called by the President whenever a majority of the members of the Board request a meeting and may be called by the President at any other time.

**Sections 2.9 Notice.** Notice of all annual or special meetings of the Board of Directors shall be mailed, phoned or provided by facsimile by the Secretary or sent by e-mail to each member at least five (5) days prior to the date of the meeting.

**Section 2.10 Quorum.** Two thirds of the members of the Board shall constitute a quorum, provided notice of the meeting has been duly given to all Directors as provided in Section 2.8 or such notice is duly waived by a majority of Directors.

**Section 2.11 Proxies.** A Director may consent in writing to action taken at a meeting, but proxies given to a Director to vote in his stead shall not be recognized.

**Section 2.12 Action Without a Meeting.** Any action required by law to be taken at a meeting of the members of the Board of Directors or any action which may be taken at such meetings may be taken without a meeting if a consent in writing, setting forth the action, shall be signed by a majority of Directors.

### **ARTICLE III** **COMMITTEES**

**Section 3.1 General.** Committees of the Corporation shall consist of the Executive Committee, Standing Committees and the President designates such additional committees as.

**Section 3.2 Members.** The President shall appoint the Chairman and members of each committee for a term not exceeding beyond the current meeting year. The President shall fill any vacancies occurring on a committee.

**Section 3.3 Meetings.** Each committee shall meet at a time and date, and place determined by the Chairperson.

**Section 3.4 Quorums and Voting.** A majority of the members of a committee shall constitute a quorum. There shall be no voting by proxy.

**Section 3.5 Executive Committee.** The Board of Directors may appoint an Executive Committee, which may consist of two or more Directors. The Executive Committee shall include the President, Vice President, Treasurer and Secretary and shall have the power to transact and supervise all regular and ordinary business of the Corporation. The President shall be chairperson of the Executive Committee.

**Section 3.6 Standing Committee.** The Corporation shall maintain a Nominating Committee and a Finance Committee.

**Section 3.7. Nominating Committee.** The Nominating Committee shall consist of the Executive Committee. The Nominating Committee shall be responsible for nominating persons to fill all vacancies in regular terms of office and members of the Board of Directors.

**Section 3.8 Finance Committee.** The Treasurer, who shall act as chairperson, and a minimum of three (3) additional members shall comprise the Finance Committee. Each year the Committee shall approve a budget to be funded by the Corporation.

**Section 3.9. Special Committees.** The Board of Directors may establish a Special Committee for special events by a majority vote of the Board of Directors. There shall be at least one Director serving on each Special Committee.

#### **ARTICLE IV** **OFFICERS**

**Section 4.1 Officers of the Corporation.** The Officers of the Corporation shall be President, Vice President, Secretary and Treasurer. The Board of Directors may designate such other officers as desired. The same person may not hold any two or more offices.

**Section 4.2 Duties The President.** The President shall be the Chief Executive Officer of the Corporation and shall, in general, supervise and control the business affairs of the Corporation. The President shall perform all duties usually incident to the office of Chief Executive Officer of the Corporation and such other duties as prescribed by the Board of Directors. **(President Otis Mason 13 Christopher Street St. Augustine, Florida 32084)**

**Section 4.3 The Vice President.** The Vice President shall perform the duties of the President in the absence of the President, or in the event of his inability to act. The Vice-President shall perform such additional duties as may from time to time be assigned to him by the President or Board of Directors. **(Vice President Gene Motley 18 South Whitney Street St. Augustine, Florida 32084 )**

**Section 4.4 Secretary.** The Secretary shall keep records and minutes of all meetings including the Board of Directors and Committee meetings. In the absence of the secretary, the Board of Directors may designate a temporary secretary to perform all duties of the Secretary incident to the Corporation. **(Secretary Ruth Motley 18 South Whitney Street St. Augustine, Florida 32084)**

**Section 4.5 Treasurer.** The Treasurer shall have charge and custody of and be responsible for all the funds and security of the Corporation, and shall receive and give receipts for monies due and payable to the Corporation from any and every source and shall deposit all such monies in the name of the Corporation. In general, the Treasurer shall perform all duties incident to the office of Treasurer of the Corporation. **(Treasurer Jacqueline Bryant 904 Chippewa St. Augustine, Florida 32086)**

#### **ARTICLE V** **FINANCIAL POLICY**

**Section 5.1 Fiscal Year.** The Fiscal Year of the Corporation shall be October 1, through September 30<sup>th</sup> unless designated otherwise by the Board of Directors of the Corporation.

**Section 5.2 Audit.** The Board of Directors will arrange for the audit of the financial books of the Corporation by an independent auditor on an annual basis, or at anytime as directed by the board.

**Section 5.3 Acceptance of Gifts.** The Board of Directors or any Officers of the Corporation to whom such authority is delegated by the Board, may accept, on behalf of the Board of the Corporation, any gift, contribution or donation, however, the Board of Directors shall have the authority to review such donations and may reject any donation it deems to create an undue burden on the Corporation, or may jeopardize the Corporation's status as a not for profit entity.

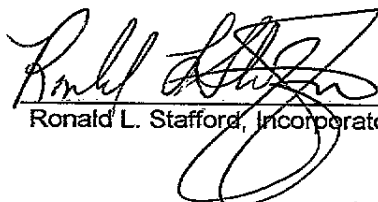
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**ARTICLE VI  
INCORPORATORS**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The names and addresses of the incorporator of the Corporation are:

 3/30/02  
 Ronald L. Stafford, Incorporator

655 Christopher Street St. Augustine, Florida 32084

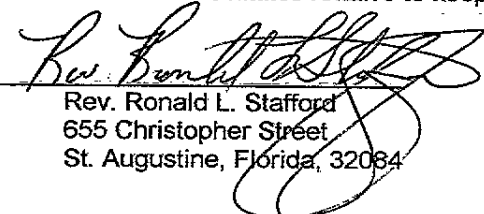
**ARTICLE VII  
CERTIFICATE NAMING REGISTERED AGENT UPON WHOM  
PROCESS MAY BE SERVED**

Pursuant to Section 48.091, Florida Statutes, The following is submitted:

The Friends of Excelsior, Inc., a Corporation duly organized and existing under the laws of the State of Florida, with its registered office being at 655 Christopher Street, St. Augustine, Florida 32084, County of St. Johns, State of Florida, has named Rev. Ronald L. Stafford as its registered agent to accept service of process within this State.

**ACCEPTANCE**

Having been named to accept service of process from 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 provision of said Florida Statutes relative to keeping open said office.

 3/30/02   
 Date Rev. Ronald L. Stafford  
 655 Christopher Street  
 St. Augustine, Florida, 32084
**AMENDMENTS**

**Section 6.1 Article of Incorporation.** The Article of Incorporation may, under the provisions thereof, be amended by a vote of a majority of the Board of Directors of the Corporation at an annual meeting or a special meeting.