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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

November 1, 2012

ROBERTS, ROBERTS & ROBERTS  
ATTN: RUSSELL S ROBERTS, ESQ.  
2879 MADISON ST  
MARIANNA, FL 32447

SUBJECT: CHIPOLA CIVIC CLUB, INC.  
Ref. Number: W12000055737

We have received your document for CHIPOLA CIVIC CLUB, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return 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) 245-6052.

Pamela Smith  
Regulatory Specialist II

Letter Number: 712A00026681

**ROBERTS, ROBERTS & ROBERTS**

ATTORNEYS AT LAW  
2879 MADISON STREET  
POST OFFICE BOX 1544  
MARIANNA, FLORIDA 32447

JOHN E. ROBERTS  
RUSSELL S. ROBERTS\*  
JOHN Y. ROBERTS

TELEPHONE  
(850) 526-3865

FACSIMILE  
(850) 526-3909

\*ALSO ADMITTED IN MISSISSIPPI

October 29, 2012

Florida Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

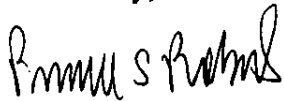
RE: Chipola Civic Club, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named Florida Non-Profit Corporation. The certificate of designation of registered agent/registered agent designation is also enclosed. I have enclosed a check to cover the necessary filing fees and other fees. Please endorse your approval of the articles on the duplicate copy and return the same to me along with the certificate to the post office address set forth above.

Thank you for your attention in this matter. If you have any questions concerning this matter, please do not hesitate to contact me.

Yours truly,



Russell S. Roberts

RSR/mb

Enclosures: As stated above

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**ARTICLES OF INCORPORATION**

**OF**

**CHIPOLA CIVIC CLUB, INC.**

**A FLORIDA NON-PROFIT CORPORATION**

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, hereby form this corporation under the laws of the State of Florida.

**ARTICLE I**  
**NAME**

The name of the corporation is: Chipola Civic Club, Inc.

**ARTICLE II**  
**NATURE OF BUSINESS**

This is a non-profit corporation organized solely for general charitable purposes pursuant to the Florida Not for Profit Corporation law set forth in Chapter 617, of the Florida Statutes.

**ARTICLE III**  
**GENERAL AND SPECIFIC PURPOSE**

(A) The specific and primary purposes for which the corporation is organized is to give primacy to the human and spiritual rather than to the material values of life, to encourage the daily living of the Golden Rule in all human relationships, to promote the adoption and the application of higher social, business and professional standards, to develop by precept and example a more intelligent, aggressive and serviceable citizenship, to provide

a practical means to form enduring friendships, to render altruistic service and to build better communities, to cooperate in creating and maintaining that sound public opinion and high idealism which make possible the increase of righteousness, justice, patriotism and good will and to do all things as are incidental or conducive to the attainment of the above objectives.

(B) The general purposes for which the corporation is formed are to operate exclusively for such purposes as will qualify it as an exempt organization under Section 501(c)(4) of the Internal Revenue Code of 1954 as amended, or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(C) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

#### **ARTICLE IV**

##### **TERM OF EXISTENCE**

The corporation is to exist perpetually.

#### **ARTICLE V** **MEMBERSHIP**

The corporation shall have membership distinct from the board of trustees. The authorized number and qualification of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of

collection thereof, shall be set forth in the bylaws.

**ARTICLE VI**  
**SUBSCRIBERS**

The names and addresses of the subscribers of the corporation are as follows:

NAME	ADDRESS
Les Furr	5310 Blue Springs Road Marianna, Florida 32446
Rex Wimberly	4421 Spring Valley Drive Marianna, Florida 32448
Richard K. Kunde	2945 Cherokee Street Marianna, Florida 32446
Charles H. Hudson, Jr.	2936 Spring Chase Lane Marianna, Florida 32446

**ARTICLE VII**  
**LOCATION OF PRINCIPAL OFFICE AND**  
**IDENTIFICATION OF REGISTERED AGENT**

The address for the principal office of the corporation for the transaction of business is 4437 Franklin Street, Marianna, Florida 32448. The name and address of the resident agent for the corporation is Russell S. Roberts, Attorney at Law, 2879 Madison Street, Marianna, Florida 32446.

**ARTICLE VIII**  
**MANAGEMENT OF CORPORATE AFFAIRS**

(A) Board of Directors: The powers of the corporation shall be exercised, its priorities controlled and its affairs conducted by a board of directors. The number of directors of the corporation shall be not less than seven, provided, however, that such number

may be changed by a bylaw duly adopted by the members.

The directors named herein as the first board of directors shall hold office until the first meeting of members at which time an election of directors shall be held.

The Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one year until the second annual meeting of members following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at the hour of 12:00 p.m. on the first Thursday of each year at the principal office of the corporation or at such other place or places as the board of directors may designate from time to time by resolution.

Any action required or permitted to be taken by the board of directors under any provision of the law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other documents filed under any provision of law which relates to action so taken shall state that the action was taken by a unanimous written consent of the board of directors without a meeting and that the articles of incorporation (and bylaws) of the corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of the first members of the board of directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Chris Adcock	4363 Wilton Street Marianna, Florida 32446
Kevin Daniel	4500 Red Oak Trace Marianna, Florida 32446
Jonathan R. Fuqua	3030 Watson Drive Marianna, Florida 32446
Bryan Milton	3071 Watson Drive Marianna, Florida 32446
Lavon Pettis	5221 Woodgate Way Marianna, Florida 32446
Lou Roberts	2948 Park Street Marianna, Florida 32446
Chuck Smith	4512 June Springs Road Marianna, Florida 32448

(B) Corporate Officers: The board of directors shall elect the following officers: President, President-Elect, Vice President, Secretary, Immediate Past President, Treasurer, Advisor to the President and such other officers as the bylaws of the corporation may authorize and directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Les Furr	5310 Blue Springs Road Marianna, Florida 32446	President
Richard K. Kunde	2945 Cherokee Street Marianna, Florida 32446	President-Elect



Bruce Harrison	2617 Gardenview Road Alford, Florida 32420	Vice President
Rex Wimberly	4421 Spring Valley Drive Marianna, Florida 32448	Secretary
Charles H. Hudson, Jr.	2936 Spring Chase Lane Marianna, Florida 32446	Immediate Past President
Tommy Lassman	2931 Chase Way Marianna, Florida 32446	Treasurer
Ebby Harris	4616 Hillcrest Drive Marianna, Florida 32446	Advisor to President

**ARTICLE IX**  
**BYLAWS**

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of the corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefor in the bylaws.

**ARTICLE X**  
**DEDICATION OF ASSETS**

The property of the corporation is dedicated to educational or charitable purposes and no part of the net income or assets of the corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

**ARTICLE XI**  
**DISTRIBUTION OF ASSETS**

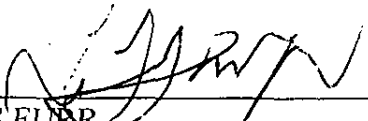
Upon the dissolution or winding up of the corporation, its assets remaining after


payment, or provision for payment, or all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for educational or charitable purposes and which has established its tax exempt status under Section 501(c)(4) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

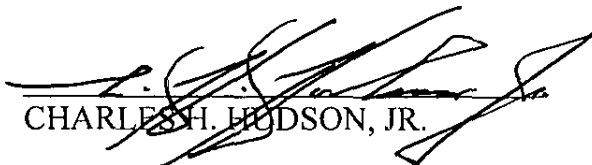
**ARTICLE XII**  
**AMENDMENT TO ARTICLES**

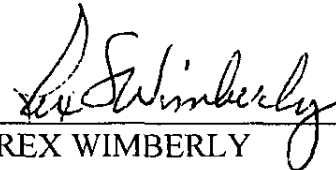
Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of members of the corporation.

We, the undersigned, being the incorporators of the corporation, and including all the persons herein named as the subscribers of the corporation for the purpose of forming the non-profit charitable corporation under the Laws of Florida, have executed these Articles of Incorporation on this 25<sup>th</sup> day of October, 2012.

  
\_\_\_\_\_  
LES FURR

  
\_\_\_\_\_  
RICHARD K. KUNDE

  
\_\_\_\_\_  
CHARLES H. HUDSON, JR.

  
\_\_\_\_\_  
REX WIMBERLY

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DIVISION OF CORPORATIONS  
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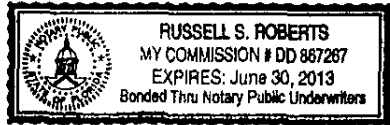
**STATE OF FLORIDA**  
**COUNTY OF JACKSON**

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared, LES FURR, to me known to be the person described in and who executed the foregoing

Articles of Incorporation as a Subscriber and he acknowledged before me that he subscribed to those Articles of Incorporation.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 25<sup>th</sup> day of October, 2012, by LES FURR, who () is personally known to me or () who produced a valid driver's license or identification card as identification, and who did take an oath.

[SEAL]



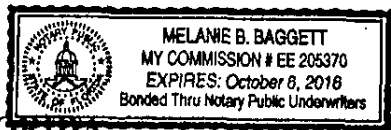
Russell S Roberts  
NOTARY PUBLIC  
Print Name: Russell S Roberts  
My commission expires: 6-30-13

**STATE OF FLORIDA  
COUNTY OF JACKSON**

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared, RICHARD K. KUNDE, to me known to be the person described in and who executed the foregoing Articles of Incorporation as a Subscriber and he acknowledged before me that he subscribed to those Articles of Incorporation.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 26<sup>th</sup> day of October, 2012, by RICHARD K. KUNDE, who () is personally known to me or () who produced a valid driver's license or identification card as identification, and who did take an oath.

[SEAL]



Melanie B Baggett  
NOTARY PUBLIC  
Print Name: Melanie B. Baggett  
My commission expires: Oct 6, 2016

**STATE OF FLORIDA  
COUNTY OF JACKSON**

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared, CHARLES H. HUDSON, JR., to me known to be the person described in and who executed the foregoing Articles of Incorporation as a Subscriber and he acknowledged before me that he subscribed to those Articles of Incorporation.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 20<sup>th</sup> day of October, 2012, by CHARLES H. HUDSON, JR., who () is personally known to me or () who produced a valid driver's license or identification card as identification, and who did take an oath.

[SEAL]



Melanie B Baggett  
NOTARY PUBLIC  
Print Name: Melanie B. Baggett  
My commission expires: Oct 6, 2016

**STATE OF FLORIDA  
COUNTY OF JACKSON**

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared, REX WIMBERLY, to me known to be the person described in and who executed the foregoing Articles of Incorporation as a Subscriber and he acknowledged before me that he subscribed to those Articles of Incorporation.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 25<sup>th</sup> day of October, 2012, by REX WIMBERLY, who (✓) is personally known to me or ( ) who produced a valid driver's license or identification card as identification, and who did take an oath.

[SEAL]



Russell S Roberts  
NOTARY PUBLIC  
Print Name: Russell S Roberts  
My commission expires: 6-30-13


**CERTIFICATE OF DESIGNATION OF REGISTERED** NOV 26 AM 11: 50  
**AGENT/REGISTERED OFFICE**

Under the provisions of Chapter 617 of the Florida Statutes, the undersigned Florida Non-Profit Corporation, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the Florida Non-Profit Corporation is: Chipola Civic Club, Inc.
2. The name and street address of the registered agent in Florida are: Russell S. Roberts, 2879 Madison Street, Marianna, Florida 32446.

The undersigned, being the person named in the articles of incorporation of Chipola Civic Club, Inc., as the registered agent of this corporation, hereby consents to accept service of process for the above-stated company at the place designated in the articles of incorporation, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

DATED this 29<sup>th</sup> day of October, 2012.

  
\_\_\_\_\_  
RUSSELL S. ROBERTS  
REGISTERED AGENT