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FLORIDA PROFIT/NON PROFIT CORPORATION  
CENTER FOR CIVIC ENGAGEMENT, INC.

|                       |         |
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**ARTICLES OF INCORPORATION  
OF  
CENTER FOR CIVIC ENGAGEMENT, INC.**

The undersigned incorporator, William J. Dunaway, a natural person competent to contract, hereby presents these Articles of Incorporation as the Articles of Incorporation of CENTER FOR CIVIC ENGAGEMENT, INC. (the "Articles") for formation of a corporation not for profit under the provisions of Chapter 617, *Florida Statutes*.

**ARTICLE I – NAME AND PRINCIPAL OFFICE**

The name of the corporation is CENTER FOR CIVIC ENGAGEMENT, INC. (the "Corporation"), and the initial principal office and mailing address of the Corporation is 220 W. Garden Street, Suite 100, Pensacola, FL 32502.

**ARTICLE II – POWERS AND PURPOSES**

The Corporation shall have all powers conferred upon not for profit corporations under the provisions of Chapter 617, *Florida Statutes*, and not prohibited under Section 501(c)(4) of the Internal Revenue Code of 1986. The Corporation is organized to promote social welfare by furthering the common good and general welfare of the people of the community in, and around, Pensacola, Florida. Without limiting the generality of the foregoing, purposes for which the Corporation is organized shall also include:

- (a) To promote general civic engagement by the community members for the purpose of sustainable growth and prosperity specifically in the downtown area of the City of Pensacola, Florida.
- (b) To increase education related to the importance of workforce development and leadership skills within the City of Pensacola, Florida, through advertisements, seminars, conferences, forums, publications, and related means.
- (c) To advocate, within and outside the City of Pensacola, in order to further and accomplish the purposes of the Corporation, including through the representation of such interests before federal, state, and local agencies and authorities.
- (d) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any director, officer, trustee, or member of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in effecting one or more of its purposes).
- (e) Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(4) of the Internal Revenue Code of 1986 and its regulations as they now exist or may hereafter be amended.

**ARTICLE III – MEMBERSHIP**

The Corporation may have members if provided in the bylaws of the Corporation. The Corporation may have separate classes of membership if provided in the bylaws of the Corporation.

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**ARTICLE IV – TERM OF EXISTENCE**

The term of existence of the Corporation shall be perpetual until terminated pursuant to these Articles, the bylaws of the Corporation, and applicable law.

**ARTICLE V – INCORPORATOR**

The name of the incorporator is William J. Dunaway, Esq., whose address is 125 E. Intendencia Street, Suite 400, Pensacola, FL 32502.

**ARTICLE VI – OFFICERS**

The Corporation may have such officers, including a President, as the Board of Directors of the Corporation shall in its discretion determine necessary or appropriate for accomplishing the objectives of the Corporation. The officers shall be elected by the Board of Directors at the annual meeting of the Board of Directors or as otherwise provided in the Corporation’s bylaws.

**ARTICLE VII – BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by a Board of Directors. The directors shall be elected, removed and/or reelected as provided in the bylaws of the Corporation. The Corporation shall have no less than three (3) and no more than twenty (20) directors. The number of directors may be either increased or diminished from time to time as provided in the bylaws of the Corporation, but there shall never be less than three (3) directors. The names and addresses of the initial directors of the Corporation are as follows:

|                       |                                                           |
|-----------------------|-----------------------------------------------------------|
| William J. Dunaway    | 125 E. Intendencia Street, Suite 400, Pensacola, FL 32502 |
| Lisa Nellessen Savage | 2 N. Palafox Street, Pensacola, FL 32502                  |
| Quinton D. Studer     | 220 W. Garden Street, Suite 100, Pensacola, FL 32502      |

**ARTICLE VIII – AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles or any amendment to them and all rights and privileges conferred upon the Board of Directors and officers of the Corporation are subject to this reservation.

**ARTICLE IX – BYLAWS**

The bylaws of the Corporation are to be made, altered, amended, or repealed by the affirmative vote of two-thirds of all directors then in office at a regular or special meeting of the Board of Directors called for that purpose.

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**ARTICLE X – DISTRIBUTION ON DISSOLUTION**

Upon dissolution of the Corporation, or the winding up of its affairs, the assets of the Corporation shall be distributed, in the manner determined by the Board of Directors of the Corporation, solely to organizations which at that time qualify under the provisions of Section 501(c)(3) or 501(c)(4) of the Internal Revenue Code and its regulations as they now exist or may hereinafter be amended.

No director, officer, trustee, or member of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

**ARTICLE XI – REGISTERED OFFICE AND AGENT**

The address of the registered office of the Corporation is 125 E. Intendencia Street, Suite 400, Pensacola, FL 32502, and the name of the registered agent at that address is William J. Dunaway.

**ARTICLE XII – EFFECTIVE DATE**

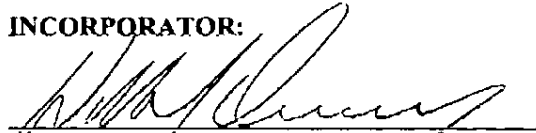
The effective date of these Articles shall be the date these Articles are filed with the office of the Department of State of the State of Florida.

*[Signature Page Follows]*

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TALLAHASSEE, FLORIDA

The undersigned incorporator has executed these Articles on the date set forth below.

**INCORPORATOR:**




WILLIAM J. DUNAWAY

Date: March 1, 2019

**REGISTERED AGENT ACCEPTANCE**

I do hereby accept the foregoing designation as registered agent of CENTER FOR CIVIC ENGAGEMENT, INC. Further, I am familiar with and accept the duties and obligations of such designation.



WILLIAM J. DUNAWAY

Date: March 1, 2019

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