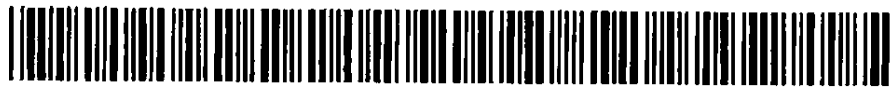


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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**SECO Energy Foundation, Inc.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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CORPORATIONS  
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Articles of Incorporation  
of  
SECO Energy Foundation, Inc.

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ARTICLE I

Name of Corporation

The name of the corporation, organized under the Florida Not for Profit Corporation Act (Chapter 617, Florida Statutes), and being a corporation not for profit is: SECO ENERGY FOUNDATION, INC.

ARTICLE II

Duration of Corporation

This corporation shall have perpetual existence unless sooner dissolved or terminated pursuant to law.

ARTICLE III

Purposes for Which the Corporation is Organized

This is a corporation not for profit, organized under Chapter 617, Florida Statutes exclusively for charitable, education, religious, or scientific purposes within the meaning of the Section 501(c)(3) of the *Internal Revenue Code of 1954*, as amended, or the corresponding provision of any future United States Internal Revenue law. The corporation may accumulate the funds from participating members of Sumter Electric Cooperative, Inc. d/b/a SECO Energy (SECO) and from other sources in accordance with such rules, regulations, and policies as are established by the Board of Directors. The primary beneficiaries of the corporation are intended to be charitable, community, and worthy causes, and needy persons and families within the service area of SECO. No part of the earnings, if any, of the corporation shall inure to the benefit of any private shareholder, member or individual, and no substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except when permitted by the Internal Revenue Code. In the event of dissolution, the residual assets of the corporation shall be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the *Internal Revenue Code of 1954* or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state or local government for exclusive public purposes.

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ARTICLE IV

Qualification for Membership and Manner of Admission

The members of the corporation shall be the members of the Board of Directors, and as may be set forth in and regulated by the Bylaws of the corporation ("Bylaws").

ARTICLE V

Initial Registered Office and Registered Agent

The initial street address and principal office of the corporation is 330 South U.S. Highway 301, Sumterville, FL 33585. The initial mailing address of the corporation is P.O. Box 301, Sumterville, FL 33585-0301. The name and address of the initial registered agent is Stone & Gerken, P.A., Attention: Scott A. Gerken, 4850 N. Highway 19A, Mount Dora, FL 32757.

ARTICLE VI

Directors

The number of directors constituting the Board of Directors shall be set forth in the Bylaws but shall not be less than seven (7) nor more than fifteen (15). The qualifications, terms and manner of election shall be set forth in the Bylaws. The initial Board of Directors, who shall hold office until successors are appointed pursuant to the Bylaws, shall be made up of the following directors:

<u>District</u>	<u>Name and Address</u>
1	Scott D. Boyatt 10735 Priebe Road Clermont, FL 34711
2	Joyce C. Anderson 2860 S.E. 34 <sup>th</sup> Way Sumterville, FL 33585
3	Gerald B. Anderson 1676 Norfolk Avenue The Villages, FL 32162
4	Richard H. Dennison 16325 S.W. 48 <sup>th</sup> Circle Ocala, FL 34473
5	Shannon Wright P.O. Box 469 Lake Panasoffkee, FL 33538

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<u>District</u>	<u>Name and Address</u>
6	Michael E. Muffett 16665 S.E. 45 <sup>th</sup> Court Summerfield, FL 34491
7	Joseph E. Kusiak 5366 S.W. 176 Avenue Dunnellon, FL 34432
8	William W. James, Jr. 24809 Riverboard Bend Leesburg, FL 34748
9	Morgan A. Hatfield P.O. Box 61 Paisley, FL 32767

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ARTICLE VII

Officers

The corporation shall have three (3) officers initially, a President, Vice President and Secretary. The person who holds the office of President shall, by virtue of such office, be the Chairman of the Board of Directors. The person who holds the office of Vice President shall, by virtue of such office, be Vice Chairman of the Board of Directors. Any reference in the Bylaws to the office of "Chairman" and "Vice Chairman" shall mean and include the office of President and Vice President, respectfully. The Board of Directors may, by resolution, add additional officers as it deems appropriate, assistant secretaries and treasurers. The manner of election of all officers and their terms shall be as set forth in the Bylaws. The initial officers of the corporation shall be:

President/Chairman:	Gerald B. Anderson
Vice President/Vice Chairman:	Scott D. Boyatt
Secretary:	Joyce C. Anderson

ARTICLE VIII

Bylaws

The Bylaws of this corporation shall be created, amended and/or rescinded by a two-thirds vote of the Board of Trustees of SECO at any regular meeting of that Board or at any special meeting called for that purpose. The Board of Directors of the corporation may initiate proposed Bylaw changes by submitting advisory recommendations to the Board of Trustees of SECO.

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ARTICLE IX

Amendment

These Articles of Incorporation may be altered, amended or rescinded by a two-thirds majority vote of all of the Directors at any regular meeting of the Board of Directors or at any special meeting called for that purpose. Provided, however, that any alteration, amendment or rescission of the articles must also be approved by a two-thirds majority vote of the Board of Trustees of SECO. The two-thirds majority vote called for herein shall mean a two-thirds majority of the entire Board of Trustees or Directors, not just of those present and voting.

ARTICLE X

Incorporator-Subscriber

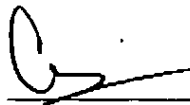
The incorporator of this corporation who has subscribed to these Articles is Curtis Wynn, CEO, Sumter Electric Cooperative, Inc., 330 South U.S. Highway 301, Sumterville, FL 33585.

ARTICLE XI

Effective Date

The effective date of these Articles of Incorporation shall be the date of filing.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto subscribed his name to these Articles for the purpose of incorporating the aforesaid corporation under Chapter 617, Florida Statutes, as a corporation not for profit on this 20<sup>th</sup> day of June, 2022.



Curtis Wynn  
Incorporator-Subscriber

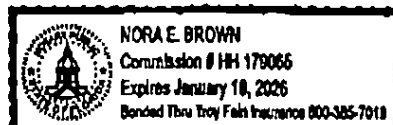
STATE OF FLORIDA  
COUNTY OF SUMTER

SWORN TO and SUBSCRIBED before me by means of  physical presence or  online notarization, this 20 day of June, 2022, by Curtis Wynn who is personally known to me, and who did take an oath, and who executed the foregoing instrument and acknowledged before me that he executed the same as his free act and deed.

NORA E BROWN  
Notary Public Signature  
NORA BROWN  
Notary Printed Signature

My Commission Expires: January 18, 2026  
My Commission Number: HH 179065

(SEAL)

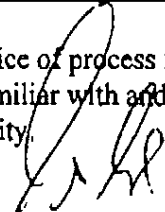


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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent 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.

  
\_\_\_\_\_  
Scott A. Gerken  
Registered Agent

Date: 6/22/22

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