

& Private Counsel &

1600 NE Dixic Highway # 14-108 Jensen Beach, Florida 34957

30 December 1999

561/334-447 Fax: 334-0960

Florida Secretary of State Domestic Corporation Filings Section Post Office Box 6327 Tallahassee, Florida 32314

FEFFECTIVE DATE

300003086083--4 -01/03/00--01104--015 *****87.50 *****87.50

Attn: New Filings

Re: Jurisdictionary Foundation, Inc.

Dear Secretary,

Submitted herewith for filing are the articles of incorporation and designation of resident agent for the abovenamed corporation.

Enclosed is my trust check for \$87.50 (\$78.75 to cover the filing fee and \$8.75 for a certificate).

Please note the 1 January 1999 commencement date.

Also please mail all correspondence and returns to my address.

Finally please note I was incorporator for Jurisdictionary Corporation and one of the directors of that previously-filed for-profit corporation. The is no conflict of name.

If you require anything further, please contact me directly before returning any documents.

Thank you.

Respectfully,

c.c. Jurisdictionary Foundation, Inc.

F. CHERRY

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Articles of Incorporation

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Jurisdictionary Foundation, Inc.

The undersigned acting as incorporator under provisions of Florida's Not-for-Profit Corporation Act (Chapter 617, Fla.Stat.) hereby declares, adopts, ratifies, and gives notice of these articles of incorporation of Jurisdictionary Foundation, Inc., a public benefit corporation.

ARTICLE I: Name

The name of this Corporation is Jurisdictionary Foundation, Inc.

ARTICLE II: Principal Place of Business and Mailing Address

The Corporation's initial principal place of business shall be c/o Attorney Frederick Graves, 1600 Northeast Dixie Highway #14-108, Jensen Beach, Florida 34957. The Corporation's initial mailing address shall be Post Office Box 123, Jensen Beach, Florida 34958.

ARTICLE III: Purpose

The Corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Specifically, the Corporation shall engage in the following:

- (a) Create and disseminate materials to increase the quality of legal education in our nation as well as general education opportunities;
- (b) Create and disseminate materials designed to increase and promote general scientific development;
- (c) Create and disseminate materials designed to increase awareness of existing environmental conditions and promote improvement of those conditions;
- (d) Provide outreach and general physical, spiritual, and emotional help and support to the general public;
- (e) Assist other charitable and educational organizations in the conduct of similar activities; and
- (f) Engage in any and all lawful activities incidental to the foregoing purposes, except as restricted herein. Said powers shall include but not be limited to the power to sue and be sued; the power to enter into contracts; the right to receive property by devise or bequest, subject to the laws regulating the transfer of property by will, and otherwise to acquire and hold all property, real or personal, including shares of stock, bonds and securities of other corporations; to convey, exchange, lease, mortgage, encumber, transfer upon trust or otherwise, and dispose of all property real or personal; to borrow money, contract debts and issue bonds, notes and debentures, and to secure the payment of in performance of its obligations; provided, however, that the Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the primary purposes of this Corporation.

ARTICLE IV: Board of Directors and Manner of Election

There shall at all times be not less than three directors of this Corporation. In the event there shall at any time be fewer than three directors willing and able to serve, then in that event the remaining directors shall elect replacements from nominees solicited by the Board of Directors. The

first Board of Directors shall hold office until the first annual meeting of the Board of Directors. Thereafter, the directors shall be elected at the annual meeting by the then present Board of Directors from nominees solicited by the Board of Directors to serve for one year periods.

ARTICLE V: Registered Agent, Initial Office, and Mailing Address

The initial registered agent of the Corporation is Attorney Edward B. Galante, whose business address at which he will accept service of process for the Corporation is 516 Camden Avenue, Stuart, Florida 34994 (561-283-2411), and his acceptance of appointment is filed herewith and made part hereof by reference.

ARTICLE VI: Type of Entity

This Corporation is a public benefit corporation.

ARTICLE VII: Commencement and Duration

This Corporation shall commence in existence on 1 January 2000 or five (5) days prior to the date of filing, whichever shall first occur, and thereafter shall exist perpetually.

ARTICLE VIII: Dedication of Assets

The assets of this Corporation are permanently dedicated to the purposes set forth herein. 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 set forth in these articles. No substantial part of the activities shall be the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in or intervene in political campaigns on behalf of any candidate for public office. Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its exempt purposes or not permitted to be carried on by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

ARTICLE IX: Indemnification

The Corporation shall defend, indemnify, and hold harmless every registered agent, director, or officer and his or her heirs, personal representatives, and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit, or proceeding to which he or she may be made a party by reason of his or her having been a director or officer of this Corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit, or proceeding to be liable for willful misconduct. The foregoing rights shall be exclusive of other rights to which he or she may be entitled.

ARTICLE X: Membership

The Corporation shall not have members.

ARTICLE XI: Distribution of Assets upon Dissolution

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation by distributing those assets exclusively for public charitable uses and purpose as shall at the time qualify as exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and as other than a private foundation under Section 509(a) of the Internal Revenue Code, as the Board

of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction for the county in which the principal office of the Corporation is then located, exclusively for charitable and educational purposes, or to such organization or organizations as said court shall determine, which are organized an operated exclusively for charitable and educational purposes with a preference toward the assistance of children and their education and protection from violence and other abuse.

ARTICLE XII: Incorporator

The name and address of the incorporator is: Frederick Graves, 1600 NE Dixie Highway #14-108, Jensen Beach, Florida 34957 (561-334-4447).

IN WITNESS whereof Frederick Graves declares these Articles of Incorporation for Jurisdictionary Foundation, Inc., hereunder setting his hand and giving his further affidavit of this declaration the 30 day of 1999.

Frederick Graves, Incorporator

STATE OF FLORIDA COUNTY OF MARTIN

BEFORE ME the undersigned authority personally appeared Frederick Graves who, being by me first duly sworn or affirmed and identified by Florida Drivers License as the person described hereinabove, did execute the foregoing in my presence as incorporator for Jurisdictionary Foundation, Inc.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal the date last hereinabove appearing.

Notary Public, State of Florida at Large

KIM EDGE
My Compr Exp. 11/11/2003

OTARY Bonded By Service Ins
No. CC600058

IJ Personally Known 110ther 1.0

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR

THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted, in compliance with said Act:

WITNESSETH that Jurisdictionary Foundation, Inc., desiring to organize under the laws of the State of Florida has named its registered agent to accept service of process within this State and its principal office as indicated in the Articles of Incorporation as: Edward B. Galante, whose business address at which he will accept service of process for the corporation is 516 Camden Avenue, Stuart, Florida 34994 (561-283-2411), and his acceptance of appointment is filed herewith and made a part hereof by reference.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the abovenamed corporation at the place designated in this certificate, I hereby accept such appointment to act in this capacity effective the date last hereinappearing and agree to comply with the provisions of said act relative to keeping open said office.

I understand and accept the obligations of registered agents as provided for in §607.325 Florida Statutes.

EXECUTED this 3 Oday of December 1999.

Edward B. Galante, Resident Agent

STATE OF FLORIDA]
COUNTY OF PALM BEACH]

BEFORE ME personally appeared Edward B. Galante who, being by me first duly sworn or affirmed and identified by Florida Drivers License, did execute the foregoing in my presence as resident agent.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Stuart, Florida this <u>50</u> day of December 1999.

Notary Public, State of Florida at Large My commission number is:	 KIM EDGE My Comm Exp. 11/11/2000 ENOTARY S Bonder By Service Ins No. CC600058 If Personally Known 110ther 1.0.	SECHETARY C	00 JAN -3 F	
My commission expires;		77		O
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