

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 222-1222 • 1-800-342-8062 • Fax (850) 222-1222

100000005632

Character Counts!

Jacksonville, Inc

700003372787--9
-08/25/00--01007--007
*****70.00 *****70.00

700003372787--9
-08/25/00--01007--008
*****8.75 *****8.75

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

RECEIVED
00 AUG 25 AM 10:53
DIVISION OF CORPORATION
TSMITH AUG 25 2000
7:57 PM

ARTICLES OF INCORPORATION
OF
CHARACTER COUNTS! JACKSONVILLE, INC.
(a Florida Not for Profit Corporation)

Pursuant to Chapter 617 of the Florida Statutes, the undersigned, as the incorporators of Character Counts! Jacksonville, Inc., hereby make, subscribe and file these Articles of Incorporation of CHARACTER COUNTS! JACKSONVILLE, Inc. ("Corporation"), a not for profit corporation, as follows:

ARTICLE I

CORPORATE NAME

The name of this Corporation is **CHARACTER COUNTS! Jacksonville, Inc.**

ARTICLE II

CORPORATE PURPOSE

The Corporation is organized and shall be operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the United States Internal Revenue Code of 1986, as amended, and in furtherance thereof. Without limiting the generality of the foregoing, the specific purpose for which the Corporation is incorporated is to provide education and other appropriate services to Duval County, Florida.

ARTICLE III

PRINCIPAL OFFICE

The street address of the initial principal office and the mailing address of the Corporation is 1639 Atlantic Boulevard, Jacksonville, Florida 32207.

ARTICLE IV

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 117 W. Duval Street #425, Jacksonville, Florida 32202 and the registered agent at that address is Ginger Soud.

FILED
00 AUG 25 1996
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

QUALIFICATION OF MEMBERS AND THE MANNER OF THEIR ADMISSION

Any person who contributes any sum of money or service to this Corporation directly or by reason of being a member of an organization which contributes money or service to this Corporation shall be eligible for membership and shall become a member upon election in the manner as prescribed in the by-laws. Such membership shall continue for such length of time as shall be prescribed in the by-laws.

ARTICLE VI

DURATION

The Corporation shall have perpetual existence. The Corporation's existence shall commence with the filing of these Articles of Incorporation by the Florida Department of State.

ARTICLE VII

INCORPORATORS

The names and addresses of the incorporators of the Corporation are as follows:

Gordon Bass
501 E. Bay St.
Jacksonville, FL 32202

Bobby Deal
501 E. Bay St.
Jacksonville, FL 32202

Frank Mackesy
501 E. Bay St.
Jacksonville, FL 32202

Suzanne Connors
4247 Pt. La Visa Rd., W.
Jacksonville, FL 32207

J. W. Gay
524 Stockton St.
Jacksonville, FL 32204

Dick McCulloch
1639 Atlantic Blvd.
Jacksonville, FL 32207

Benny W. Davis
117 W. Duval St., #425
Jacksonville, FL 32202

Tony Jenkins
500 Water St., J-400
Jacksonville, FL 32202

Ginger Soud
117 W. Duval St., #425
Jacksonville, FL 32202

ARTICLE VIII

BOARD OF DIRECTORS

The business and the affairs of the Corporation shall be managed by a Board of Directors consisting of not less than three (3) Directors. The method of election of Directors to the Board of Directors, the terms of office of Directors elected to the Board of Directors, the method by which vacancies on the Board of Directors shall be filled, and the term of office of each such member of the Board of Directors shall be as specified in the Bylaws of the Corporation. The names and addresses of the individuals who will serve as the initial Directors of the Corporation until such times as their successors are elected or appointed are as follows:

Ana Arnaiz
2335W. 18th St.
Jacksonville, FL 32209

Ted Hires
1935 S. Lane Ave.
Jacksonville, FL 32210

Marsha Myers
9424 Baymeadows Rd., #101
Jacksonville, FL 32256

Gordon Bass
501 E. Bay St.
Jacksonville, FL 32202

Tony Jenkins
500 Water St., J-400
Jacksonville, FL 32202

Ginger Soud
117 W. Duval St., #425
Jacksonville, FL 32202

Lad Daniels
7775 Baymeadows Way, #106
Jacksonville, FL 32256

Jimmy Johnson
1701 Prudential Dr.
Jacksonville, FL 32207

Clark Vargas
8596 Arlington Expwy.
Jacksonville, FL 32211

Benny Davis
117 W. Duval St., #425
Jacksonville, FL 32202

Carlton Jones
600 Wharfside Way
Jacksonville, FL 32207

Charlie Wilson
4417 Beach Blvd.
Jacksonville, FL 32207

Bobby Deal
501 E. Bay St.
Jacksonville, FL 32202

Frank Mackesy
501 E. Bay St.
Jacksonville, FL 32202

J. W. Gay
524 Stockton St.
Jacksonville, FL 32204

Dick McCulloch
1639 Atlantic Blvd.
Jacksonville, FL 32207

ARTICLE IX

AMENDMENT OF BY-LAWS

Subject to the limitation contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate actions that must be authorized or approved by the members of the Corporation, By-laws of this Corporation may be made, altered, rescinded, added to, or new By-laws may be adopted, either by a resolution by a majority vote of the Board of Directors, or by following the procedure set forth therefore in the By-laws.

ARTICLE X

AMENDMENT OF ARTICLES

Amendment 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 in the manner set forth in the By-laws of this Corporation.

ARTICLE XI

INDEMNIFICATION

The Corporation may be empowered to indemnify any officer, director, employee or agent, or any former officer, director, employee or agent in the manner and in accordance with the procedures set forth in Section 617.0831 of the Florida Statutes, as amended. If such indemnification is authorized in accordance with the procedures set forth in Section 617.0831 of the Florida Statutes, as amended, expenses incurred in defending such civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding in the manner described in Subsection 6 of Section 607.0850 of the Florida Statutes, as amended, upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount if he or she is ultimately found not to be entitled to such indemnification.

ARTICLE XII

EARNINGS AND ACTIVITIES OF CORPORATION

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, 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 Article II hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 of the United States Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United State Internal Revenue Law).

Notwithstanding any other provision of these Articles of Incorporation, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

ARTICLE XIII

DISTRIBUTION OF ASSETS

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively to (a) such organization or organizations, organized and operated exclusively for one or more of the purposes specified under Section 501(c)(3) of the Internal

Revenue Code of 1986, as amended, and shall have at that time qualified as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), or (b) the federal government or to a state or local government for a public purpose, as the Board of Directors shall determine. Any assets of the Corporation not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively to (a) such organization or organizations organized and operated exclusively for one or more of the purposes specified under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and which shall have at that time qualified as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), or (b) to the federal government or to state or local government for a public purpose.

ARTICLE XIV

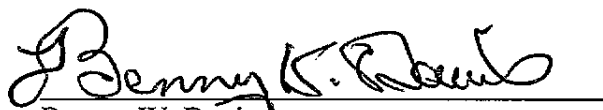
DEDICATION OF ASSETS

The property of this Corporation is irrevocably dedicated to religious, educational, and charitable purposes, and no part of the net income or assets of this Corporation shall ever inure to the benefit of any private individual.

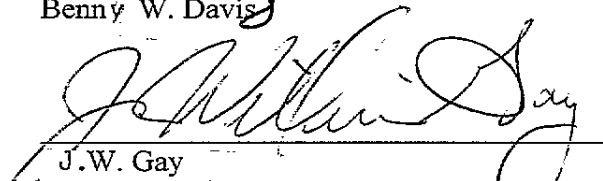
IN WITNESS WHEREOF, the undersigned incorporator of CHARACTER COUNTS! JACKSONVILLE, Inc. hereby makes, subscribes and submits these Articles of Incorporation for filing with the Florida Department of State this 22nd day of June, 2000.

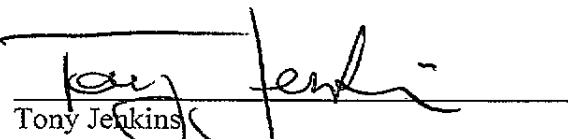

Gordon Bass



Suzanne Connors

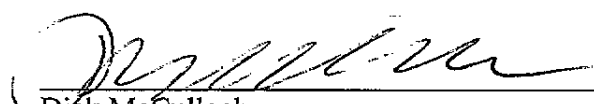

Benny W. Davis

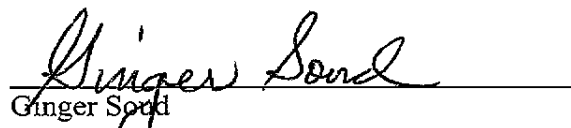

Bobby Deal


J.W. Gay


Tony Jenkins


Frank Mackesy


Dick McCulloch


Ginger Sood

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

In pursuance of the provisions of Section 617.0501, Florida Statutes, the corporation identified below submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. The name of the Corporation is CHARACTER COUNTS! JACKSONVILLE, Inc.
2. The name and street address of the Corporation's registered office in the State of Florida is 117 W. Duval Street #425, Jacksonville, Florida 32202 and the name of the registered agent of the Corporation at that address is Ginger Soud.

Having been named as registered agent and to accept service of process for the Corporation identified, and at the place designated, in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Ginger Soud, Registered Agent

June 22, 2000
Date