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BONDURANT AND FUQUA, P.A.

ATTORNEYS AT LAW

4450 LAFAYETTE STREET

POST OFFICE BOX 1508

MARIANNA, FLORIDA 32447

FRANK E. BONDURANT

H. MATTHEW FUQUA

January 9, 2002

TELEPHONE: (850) 526-2263

FACSIMILE: (850) 526-5947

e-mail: bflaw@phonl.com

Corporate Records Bureau

Division of Corporations

Department of State

Post Office Box 6327

Tallahassee, Florida 32301

000004768890--8

-01/11/02--01034--013

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Chipola Community Conference Center, Inc.  
Articles of Incorporation

Gentlemen:

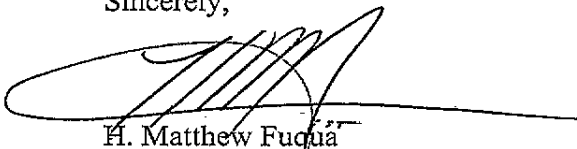
Enclosed please find the original and one copy of the Article of Incorporation for Chipola Community Conference Center, Inc., which includes the designation of registered agent. You will also find enclosed our check in the amount of \$78.75 to cover the following costs:

Filing Fees	\$ 35.00
Designation of Resident Agent	\$ 35.00
Certified Copy of Articles	\$ 8.75
TOTAL	\$ 78.75

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
JUN 11 AM 10:23

Please return a certified copy of the Articles after they have been filed. Your prompt attention in this regard is greatly appreciated.

Sincerely,



H. Matthew Fuqua

For the Firm

HMF/st

Enc:

26

**ARTICLES OF INCORPORATION**  
**OF**  
**CHIPOLA COMMUNITY CONFERENCE CENTER, INC.**  
**A FLORIDA NONPROFIT CORPORATION**

FILED STATE  
SECRETARY, FLORIDA  
TALLAHASSEE  
02 JUN 11 AM 10:29

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 COMMUNITY CONFERENCE CENTER, INC..**

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

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Part I of Chapter 627 of the Florida Statutes.

**ARTICLE III**  
**GENERAL AND SPECIFIC PURPOSES**

(A) The specific and primary purposes of which this corporation is formed are to operate for the advancement of charitable purposes, by the distribution of its funds for such purposes and particularly, to provide a volunteer fire department serving Compass Lake in the Hills.

(B) The general purposes for which this corporation is formed are to operate exclusively for such purposes as will qualify it as an exempt organization under Section 501. (c)(3) 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**

This corporation is to exist perpetually.

**ARTICLE V**  
**MEMBERSHIP**

The corporation shall have two classes of members. There shall be fifteen voting members. Five voting members shall be appointed by the Jackson County Commissioners, five members shall be appointed by the City of Marianna City Commissions and five members shall be appointed by the Jackson County Chamber of Commerce. The class of non-voting members shall be composed of businesses, civic groups and individual who support the Chipola Community Conference Center, Inc.,.

**ARTICLE VI**  
**SUBSCRIBERS**

The name and address of the subscriber of this corporation are as follows:

**NAME**

**ADDRESS**

Jonathan Fuqua

2480 Highway 71 South  
Marianna, FL 32446

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

(A) The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located is Jackson County.

(B) The names and address of the Resident Agent for this corporation is H. Matthew Fuqua, Esq., 4450 Lafayette Street, Post Office Box 1508, Marianna, Florida 32447.

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

(A) **Board of Trustees:** The powers of this corporation shall be exercised, its priorities controlled and its affairs conducted by a board of trustees. The number of trustees of the corporation shall be not less than three, provided, however, that such number may be changed by a bylaw duly adopted by the members.

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

Trustees 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 trustees and until the qualification of the successors in office. Annual meetings shall be held at the hour of 7:00 P.M., on the fourth Tuesday of April each year at the principal office of the corporation or at such other place or places as the board of trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the board of trustees 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 trustees. 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 trustees without a meeting and that the articles of incorporation (and bylaws) of this corporation authorize the trustees 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 trustees are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Jonathan R. Fuqua	2480 Highway 71 South Marianna, Florida 32448
Tom Sanson	3224 Caverns Road Marianna, Florida 32446
Sherri Johnson	Post Office Box 5958 Marianna, Florida 32447
Kimberly Daniels	c/o City of Marianna Post Office Box 936 Marianna, Florida 32447
Enoch Williams	2481 Bumpnose Road Marianna, Florida 32446
Juli Burleson	3047 Fifth Street Marianna, Florida 32446
Bill Stanton	2840 Jefferson Street Marianna, Florida 32448

Keith Williams	2926 Dogwood Street Marianna, Florida 32446
Chuck Sims	Post Office Box 795 Marianna, Florida 32447
Bill McQuagge	Post Office Box 136 Marianna, Florida 32447
Mike Peacock	4383 Wilton Street Marianna, Florida 32446
Phil Rotolo	1511 Menawa Marianna, Florida 32446
Susan Emerich	2925 West Manor Drive Marianna, Florida 32446
Lula Vann	4265 St. Andrews Street Marianna, Florida 32448
Howard Smith	Post Office Box 971 Marianna, Florida 32447

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

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Jonathan R. Fuqua	2480 Highway 71 South Marianna, Florida 32448	President
Susan Emerich	2925 West Manor Drive Marianna, Florida 32446	Vice-President
Juanita Sanson	3224 Caverns Road Marianna, Florida 32446	Secretary
Howard Smith	Post Office Box 971 Marianna, Florida	Treasurer

#### **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 this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of trustees or by following the procedure set forth therefor in the bylaws.

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

The property of this corporation is dedicated to religious or charitable purposes and no part of the net income or assets of this 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 this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for religious or charitable purposes and which has established its tax exempt status under Section 501(c)(3) 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 trustees 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.

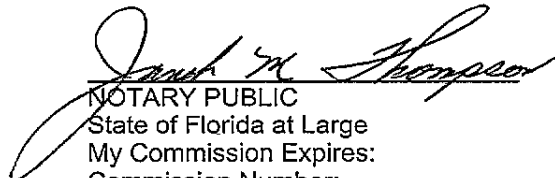
I, the undersigned, being the incorporator of this corporation, and including all the persons herein named as the subscribers of this corporation for the purpose of forming this nonprofit charitable corporation under the Laws of Florida, have executed these Articles of Incorporation on JANUARY 8, 2002.

  
JONATHAN R. FUQUA

STATE OF FLORIDA  
COUNTY OF JACKSON:

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared JONATHAN R. FUQUA, 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 8<sup>th</sup> day of JANUARY, 2002, by Jonathan R. Fuqua, who ( ☒ ) is personally known to me or ( ☐ ) who produced a valid Florida Drivers License as identification, and who did take an oath.

  
NOTARY PUBLIC  
State of Florida at Large  
My Commission Expires:  
Commission Number:



Janet M. Thompson  
MY COMMISSION # DD046308 EXPIRES  
October 3, 2005  
BONDED THRU TROY FAIN INSURANCE, INC

This instrument prepared by  
H. Matthew Fuqua, Esq.  
Bondurant & Fuqua, P. A.  
Attorneys at Law  
4450 Lafayette Street  
Post Office Box 1508  
Marianna, FL 32447  
(850) 526-2263  
FL BAR NO. 0451101

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.901, Florida Statutes, the following is submitted in compliance with said Act.

FIRST - That Chipola Community Conference Center, Inc., desiring to be organized under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Marianna, Jackson County, Florida, has named H. Matthew Fuqua, Esq., whose street address is 4450 Lafayette Street, Marianna, Florida 32446, and whose mailing address is Post Office Box 1508, Marianna, Florida 32447, as its agent to accept service of process within this State.

Having been named to accept service of process for the above-styled corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act to relative keeping open said office.



H. Matthew Fuqua, Esq.  
Bondurant & Fuqua, P.A.  
4450 Lafayette Street  
Post Office Box 1508  
Marianna, Florida 32447  
(850) 526-2263  
FL BAR NO. 0451101

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