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From AKERMAN

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Division of Corporations

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To:

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From:

Angelica M. Calabrese
Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.
Account Number : 074471001363
Phone : (305) 374-5600
Fax Number : (305) 374-5095

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FLORIDA NON-PROFIT CORPORATION

~~FLORIDA BANKS FOUNDATION, INC.~~

FLBK Foundation, Inc.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Ken Detzner
Secretary of State

February 20, 2003

ANGELICA M CALABRESE
AKERMAN, SENTERFITT & EIDSON, P.A.

SUBJECT: FLORIDA BANKS FOUNDATION, INC.
REF: W03000004977

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

WRITTEN APPROVAL AND CLEARANCE OF THE TERM BANKS MUST BE OBTAINED FROM THE DEPARTMENT OF BANKING & FINANCE (850)410-9111 AND YOU MAY FAX THAT APPROVAL WITH YOUR ARTICLES OF INCORPORATION. PLEASE, IF YOU HAVE QUESTIONS, CALL ME

If you have any further questions concerning your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filings Section

FAX And. #: H03000056663
Letter Number: 503A00011236

We are using a new name.
(Ans)

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be: FLBK FOUNDATION, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 5210 Belfort Road, Suite 310, Jacksonville, Florida 32256.

ARTICLE III. PURPOSE(S)

The specific purpose for which the corporation is organized is to make grants to tax exempt charitable organizations.

ARTICLE IV. MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is set forth in the By Laws.

ARTICLE V. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

American Information Services, Inc.
One Southeast Third Avenue, Suite 2800
Miami, Florida 33131

ARTICLE VI. INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation:

Henry H. Raattama, Jr.
One Southeast Third Avenue, Suite 2800
Miami, Florida 33131

ARTICLE VII. CHARITABLE ORGANIZATIONS PROVISIONS

Notwithstanding any powers granted to the Corporation by its Articles, By Laws or by the laws of the State of Florida, the following limitations of power shall apply:

a. The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code [Code].

b. 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 the services rendered and to make payments and distributions in furtherance of purposes set forth in the purpose clause hereof. No substantial part of the activities of the Corporation shall be the

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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 (or in opposition to) any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from federal income tax under Section 501(c)(3) of the Code; or (ii) by an organization contributions to which are deductible under Section 170(c)(2) of the Code.

c. Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall be distributed to the federal government, or a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by the court having jurisdiction over the Corporation, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.


Signature/Incorporator2/19/03
Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation 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.

AMERICAN INFORMATION SERVICES, INC.


By _____
Signature/Registered Agent
Angelica M. Calabrese
Assistant SecretaryFebruary 19, 2003
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