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MARK E. TIPPINS  
ATTORNEY AT LAW

6320 St. Augustine Rd. #11  
Jacksonville, Florida 32217

(Address)

(City/State/Zip/Phone #)

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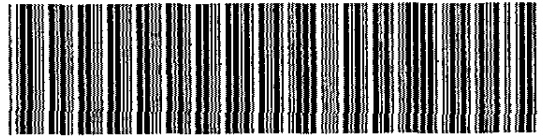
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF  
CIVITAN CLUB OF SOUTH JACKSONVILLE, INC.**

(A Corporation Not For Profit)

**PREAMBLE**

Pursuant to the Florida Not For Profit Corporation Act, the undersigned incorporator hereby forms a corporation not for profit and files with the Secretary of State of the State of Florida these Articles of Incorporation of., a corporation not for profit formed under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of this corporation is **CIVITAN CLUB OF SOUTH JACKSONVILLE, INC.**

**ARTICLE II**

**PRINCIPAL OFFICE & MAILING ADDRESS**

The principal office of this corporation shall be located at 7932 Catawba Drive Jacksonville, Fl. 32217 JACKSONVILLE, FLORIDA and the mailing address of this corporation shall be P.O. Box 10054 Jacksonville, Fl. 32247.

**ARTICLE III**

**PURPOSE**

The purpose of this corporation is to provide for educational, charitable and humanitarian goals in the State of Florida and throughout the world; and to further other educational, humanitarian and charitable purposes enumerated in the By-Laws of this corporation; and to that end to adopt and establish By-Laws, and make all rules and regulations deemed necessary for the management of its affairs, in accordance with law and not inconsistent with these Articles of Incorporation, to take, manage, hold, mortgage and dispose of the property, real and personal, of said corporation, to acquire and convey title to such property, to defend title to such property, and to manage, invest and spend funds entrusted to it for such purposes.

#### **ARTICLE IV**

##### **INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The initial registered office of this corporation shall be located at 7932 Catawba Drive Jacksonville, Fl. 32217 and the initial registered agent of this corporation at that address is **DAVID FOUNTAIN**.

#### **ARTICLE V**

##### **INITIAL BOARD OF DIRECTORS**

The Board of Directors of this corporation shall have three (3) Directors initially. The method of election of the Board of Directors shall be regulated, and the Board of Directors may be increased or decreased from time to time, as provided in the By-Laws, provided that there shall never be less than the minimum number of Directors as required by law. The name and street address of each initial Director of this corporation who shall serve until a successor is duly elected and qualified is:

**Name:**

**Address:**

RON STANFORD      4539 Nature View Lane North   Jacksonville, FL. 32217

JULIAN A. HOBSON      2338 Cheryl Drive   Jacksonville, Fl. 32217

WILLIAM EVERILL      1346 Jamaica Court   Jacksonville, Fl. 32216

#### **ARTICLE VI**

##### **QUALIFICATIONS OF MEMBERS**

The qualification for members of this corporation shall be regulated by the By-Laws.

#### **ARTICLE VII**

##### **TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### **ARTICLE VIII**

##### **MANAGEMENT**

The affairs of this corporation shall be managed by the Board of Directors in accordance with the By-Laws. The officers of this corporation shall be a president, a secretary, a treasurer, and such other officers as may be provided in the By-Laws. The officers shall be elected or appointed at least annually by the Board of Directors in accordance with the By-Laws.

## **ARTICLE IX**

### **BY-LAWS**

The Board of Directors may provide such By-Laws for the conduct of its business and carrying out of its purposes as may be necessary from time to time. The By-Laws may be amended, restated, altered or rescinded by a majority vote of the Board of Directors present at any regular meeting or any special meeting called for that purpose at which a quorum is present.

## **ARTICLE X**

### **AMENDMENTS**

These Articles of Incorporation may be amended at any meeting of the Board of Directors called for the purpose of considering amendments to the Articles of Incorporation, and such amendments shall become effective upon a majority vote of the Directors present at any regular or special meeting at which a quorum is present.

## **ARTICLE XI**

### **NOT FOR PROFIT STATUS**

(A) This 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, or corresponding section of any future federal tax code. (B) No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that this 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 the purpose clause hereof. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this 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, this corporation 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 Internal Revenue Code, or corresponding section of any future federal tax code, or (ii) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code. (C) Upon the dissolution of this corporation, all assets of this corporation remaining after payment of all costs and expenses of such dissolution shall be distributed by the Board of Directors for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or to a church or other charitable, religious, educational, or scientific organization which has qualified for such exempt purposes. Any such assets not disposed of shall be disposed of by the Circuit Court of the county in which the principal office of this corporation is then located, exclusively for such purposes or to such organization or

organizations, as said Circuit Court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE XII

### INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is DAVID FOUNTAIN whose address is 7932 Catawba Drive Jacksonville, Fl. 32217.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 10<sup>th</sup> day of AUGUST 2004.

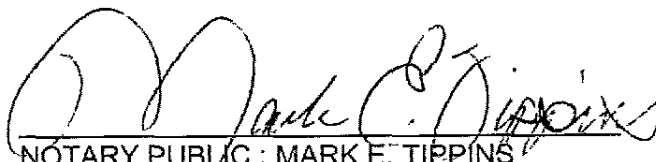
  
\_\_\_\_\_  
DAVID FOUNTAIN : Incorporator

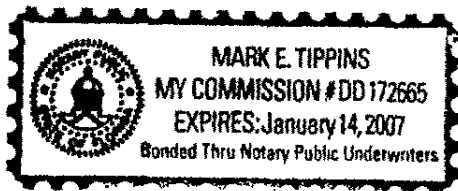
**STATE OF FLORIDA  
COUNTY OF DUVAL**

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of August 2004 by DAVID FOUNTAIN; incorporator.

(NOTARY SEAL)

My commission expires: 1-14-2007.

  
\_\_\_\_\_  
NOTARY PUBLIC : MARK E. TIPPINS



## ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Civitan Club of South Jacksonville, Inc., located at 7932 Catawba Drive Jacksonville, Fl. 32217; I, DAVID FOUNTAIN whose address is 7932 Catawba Drive Jacksonville, Fl. 32217 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 as provided for in the Florida Statutes.

  
Registered agent DAVID FOUNTAIN

August 10, 2004

APPROVED  
AND  
FILED  
04 AUG 16 PM 2:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA