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Division of Corporations Page 1 of 1

# N040000008678

Florida Department of State  
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## FLORIDA NON-PROFIT CORPORATION

**John & Bowden Madden Memorial Scholarship Fund, Inc.**

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**ARTICLES OF INCORPORATION  
OF**

**JOHN & BOWDEN MADDEN MEMORIAL SCHOLARSHIP FUND, INC.**

We, the undersigned residents of the State of Florida, being twenty-one (21) years of more of age, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the statutes of the State of Florida.

**ARTICLE ONE**

**NAME AND LOCATION**

The name of the corporation shall be JOHN & BOWDEN MADDEN MEMORIAL SCHOLARSHIP FUND, INC., and its location shall be 1104 Eglin Parkway, City of Shalimar, County of Okaloosa, State of Florida 32579.

**ARTICLE TWO**

**PURPOSE**

Said corporation is organized to engage in any lawful act or activity for which corporations may be organized under Chapter 617 of the Florida Statutes and which such organizations exist exclusively for charitable, religious and educational purposes as determined under Sections 501(c)(3) and 170 of the Internal Revenue Code, or corresponding section of any future federal tax code. The initial purpose of this corporation is to provide a source of funds to be given in the form of college scholarships to Choctawhatchee High School students.

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## ARTICLE THREE

## PROHIBITED ACTS

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 TWO. No substantial part of the activities of the corporation shall be 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, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt for Federal income tax 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 by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

## ARTICLE FOUR

## STOCK

The corporation shall be a nonstock corporation, and no dividends or pecuniary profits shall be declared or paid to the members thereof.

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## ARTICLE FIVE

## DIRECTORS

The number of directors constituting the initial board of directors of the corporation is three, and the names and addresses of the persons who are to serve as initial directors are as follows:

<u>Name</u>	<u>Address</u>
Ginger Madden	117 Lake Lorraine Circle Shalimar, Florida 32579
Gene Barker	45 Beal Parkway, N.E. Fort Walton Beach, Florida 32548
H. Bart Fleet	1104 Eglin Parkway Shalimar, Florida 32579

Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

## ARTICLE SIX

## GENERAL OFFICERS

The general officers of the corporation shall be the president, vice-president, secretary, and treasurer. The By-Laws shall provide the qualifications to hold office, the duties of each office and the duration of each officer's term.

## ARTICLE SEVEN

## MEMBERSHIP REQUIREMENTS

The conditions and regulations of membership and the rights and other privileges of the

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classes of membership shall be determined and fixed by the bylaws.

#### ARTICLE EIGHT

##### DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at that time qualify as an exempt organization 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).

#### ARTICLE NINE

##### INCORPORATOR

The incorporator is H. Bart Fleet, of 1104 Eglin Parkway, City of Shalimar, County of Okaloosa, State of Florida 32579.

#### ARTICLE TEN

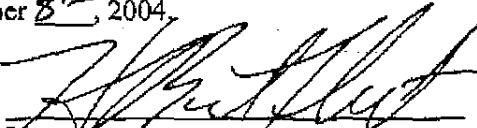
##### REGISTERED AGENT

The registered agent is H. Bart Fleet, of 1104 Eglin Parkway, City of Shalimar, County of Okaloosa, State of Florida 32579.

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute these

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Articles of Incorporation on September 8<sup>th</sup>, 2004.

  
Incorporator

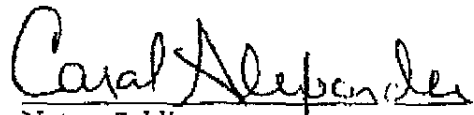
ACKNOWLEDGEMENT

STATE OF FLORIDA

COUNTY OF OKALOOSA

Before me, the undersigned officer, personally appeared the above signed H. Bart Fleet, Incorporator, for the purpose of lawfully executing these Articles of Incorporation.

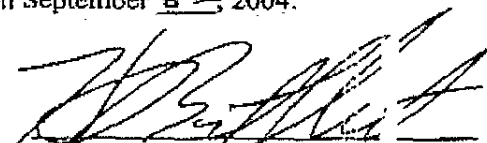


  
Notary Public

My Commission Expires:

ACCEPTANCE BY THE REGISTERED AGENT

I, H. Bart Fleet, hereby accept appointment as registered agent for the corporation, and acknowledge my acceptance with my signature below on September 8<sup>th</sup>, 2004.

  
Registered Agent