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ARTICLES OF INCORPORATION OF

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BLIND SERVICES FOUNDATION OF FLORIDALING EF FLORIDA

The undersigned incorporator, acting on behalf of and with the authority of the Division of Blind Services of the Florida Department of Education (the Division), and intending to organize a not-for-profit corporation under Chapter 617, Fla. Stat., and pursuant to Section 413.0111, Fla. Stat., has executed these Articles of Incorporation.

ARTICLE I NAME, TERM OF EXISTENCE AND LOCATION

The name of the Corporation shall be BLIND SERVICES FOUNDATION OF FLORIDA, INC., hereinafter referred to as "the Corporation."

The term of existence of the Corporation shall be perpetual.

Its principal office shall be located at Tallahassee, Leon County, Florida, or at such other locations within and without the State of Florida as may be hereafter established by the Board of Directors.

The street address of the initial principal office and registered office of the Corporation and the address of the registered agent shall be 1320 Executive Center Circle Drive, Room 100, Atkins Building, Tallahassee, Florida 32399-2050 and its registered agent shall be S. Craig Kiser.

ARTICLE II MEMBERS OF THE CORPORATION

The Corporation shall have no Members.

ARTICLE III PURPOSE AND MISSION

1. The purpose of the Corporation is to act as a direct support organization of the Division as set out in Section 413.0111, Fla. Stat. As such the Corporation shall be organized and operated to conduct programs and activities, initiate developmental projects, raise funds, request and receive grants, gifts, and bequests of monies, acquire, receive, hold, invest and administer in its own name, securities, funds, objects of value and other property, real or personal, and make expenditures to or for the direct or indirect benefit of the state and for blind persons in the state.

- 2. The purposes for which Corporation is organized are exclusively charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law.
- 3. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue law.

ARTICLE IV POWERS AND AUTHORITY

The powers and authority of the Corporation shall be as set out in Section 413.0111, Fla. Stat., and shall include, but are not limited to, the following:

- 1. To undertake and enter into any kind of activity, and to perform and carry out contracts of any kind necessary to, or in connection with, or incidental to the accomplishment of the mission and purpose of the Corporation.
 - 2. To receive gifts, devises and bequests of money or of real or personal property.
- 3. To donate funds, real estate, personal property or services to other not-for-profit corporations.
- 4. To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, pledge or other lien.
- 5. To construct, operate, maintain and improve, and to buy, hold, own develop, sell, exchange, convey, assign, mortgage or lease any real estate and any personal property solely for the achievement of the mission and purpose of the Corporation.

The Corporation is organized and operated exclusively for not-for-profit charitable and educational purposes, and, except as permitted by the laws of the State of Florida and the Internal Revenue Code, no part of the income or assets of the Corporation shall be distributed to, nor inure to, the benefit of any director, officer or employee of the Corporation, contributor, or private individual. No profits or dividends shall ever come to the members of the Board of Directors or their associates or successors and the Corporation shall have no capital stock. However, the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the mission and purpose.

Notwithstanding any other provisions of these Articles, this Corporation will not carry on any activities not permitted to be carried on by (a) a Corporation exempt from Federal income tax under Section 501(c)(3) of the Tax Code or (b) a Corporation, contributions to which are deductible under Section 170(b)(2) of the Tax Code.

ARTICLE V BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The initial Board of Directors consisting of seven members shall be appointed by the Governor of Florida. Thereafter, directors shall be elected in accordance with the Bylaws. The Director of the Division, or his or her designee, shall serve as an ex officio member of the Board of Directors.

ARTICLE VI BYLAWS

The Bylaws of the Corporation are to be adopted, amended, or rescinded by a majority of the Directors present at any regular meeting of the Board of Directors, or at a special meeting called for such purpose. No By-Law shall conflict with the provisions of these Articles of Incorporation nor with the provisions of Section 413.0111, Fla. Stat.

ARTICLE VII DISSOLUTION

In the event of dissolution of the Corporation, after paying or making provision for the payment of all known liabilities of the Corporation, the Board of Directors shall distribute the residual assets of the Corporation to the Division as provided by Section 413.0111(2)(e), Fla. Stat.

ARTICLE VIII INCORPORATOR

The name and address of the incorporator are:

S. Craig Kiser, Director Division of Blind Services 1320 Executive Circle Center Drive Room 100, Atkins Building Tallahassee, FL 32399-2050

ARTICLE IX AMENDMENTS

The Articles of Incorporation may be amended or restated by a vote of the majority of the Board of Directors, a quorum being present at any regular or special meeting of the Board of Directors, provided notice of the proposed change or changes is given fifteen (15) days in advance of such meeting, or notice thereof shall be waived in writing by all of the Directors.

Dated: December 9, 2004

9,000

S. Craig Kiser, Director

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

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In pursuance of Chapter 48.091, Fla. Stat., the following is submitted in compliance with said Act:

That BLIND SERVICES FOUNDATION OF FLORIDA, INC. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at 1320 Executive Center Circle Drive, Room 100, Atkins Building, Tallahassee, Leon County, State of Florida, has named S. Craig Kiser as its agent to accept service of process within the State.

ACKNOWLEDGMENT

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

S. Craig Kiser (Registered Agent)