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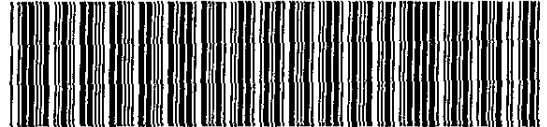
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FLORIDA ALPHA OMEGA FOUNDATION, INC.

FILED
2005 JAN 24 P 5
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as incorporator, for the purpose of forming a corporation under Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be Florida Alpha Omega Foundation, Inc.

ARTICLE II

The principal place of business of this corporation shall be 207 S.W. 13th Street, Gainesville, Florida 32601-6321. This corporation's mailing address is P. O. Box 1616, Gainesville, Florida 32602-1616.

ARTICLE III

The specific purpose for which the corporation is organized is 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 (the "Code"), or the corresponding section of any future federal tax code.

ARTICLE IV

Election of Directors

The original board of directors will consist of three (3) directors and the manner of election of subsequent directors will be as stated in the bylaws. The initial board of directors shall consist of (1) George Dell, P. O. Box 1616, Gainesville, Florida 32602-1616, (2) James D. Henry, 302 N.W. 6th Street, Gainesville, Florida 32601, and (3) Harold F. McCart, Jr., 1000 Riverside Avenue, Suite 111, Jacksonville, Florida 32204. The terms of office for the initial directors shall be as stated in the bylaws.

ARTICLE V

The initial registered agent is Roger N. Swanger, CPA, whose street address is James Moore & Co. P.L., 620 N.W. 16th Avenue, Gainesville, Florida 32601-4034.

ARTICLE VI

The name and address of the incorporator of these Articles of Incorporation is Harold F. McCart, Jr., 1000 Riverside Avenue, Suite 111, Jacksonville, Florida 32204.

ARTICLE VII

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 III hereof. No substantial part of the activities of the corporation shall be the 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 these articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding section of any future federal tax code.

ARTICLE VIII

Upon the 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 the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

Harold F. McCart, Jr.,
Incorporator

3

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - That FLORIDA ALPHA OMEGA FOUNDATION, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Gainesville, County of Alachua, State of Florida, has named Roger N. Swanger, CPA, located at James Moore & Co. P.L., 620 N.W. 16th Avenue, Gainesville, Florida 32601-4034, City of Gainesville, County of Alachua, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

BY: 

Roger N. Swanger
(Resident Agent)

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TALLAHASSEE, FLORIDA

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