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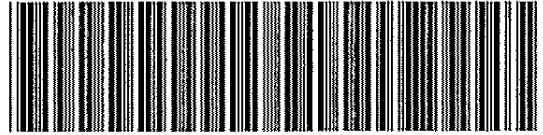
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OFFICE OF THE
TALLAHASSEE, FLORIDA

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FILED

**David K. Thulman
1906 Atapha Nene
Tallahassee FL 32301
(850) 878-1720**

August 17, 2005

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee FL 32314

SUBJECT: Archaeological Research Cooperative, Inc.

Enclosed is an original and two copies of the Articles of Incorporation and a check for \$87.50 for the filing fee, certified copy, and certificate.

From: David K. Thulman
1906 Atapha Nene
Tallahassee FL 32301

(850) 878-1720

**ARTICLES OF INCORPORATION OF
ARCHAEOLOGICAL RESEARCH COOPERATIVE, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A FLORIDA NONPROFIT CORPORATION

ARTICLE I

Name

The name of this corporation is Archaeological Research Cooperative, Inc.

ARTICLE II

**Location of Principal Office, Initial Registered Office,
and Name of Initial Registered Agent**

The mailing and street address of the principal office of the Corporation is 1906
Atapha Nene, Tallahassee, Leon County, Florida, 32301.

The street address of the initial registered office of the Corporation is 1906
Atapha Nene, Tallahassee, Leon County, Florida, 32301.

The name of the initial registered agent is David Thulman.

ARTICLE III

Purposes

The primary purpose for which this Corporation is organized is to conduct archaeological research into historic and prehistoric cultures. The Corporation may undertake any action necessary to further this general purpose including, without limiting the generality of the foregoing, preliminary research into the location of, and activities at, known or suspected archaeological sites; travel to such sites for background investigation and conferences with local officials; research of existing artifacts; permitting and other governmental approval fees; expeditions to archaeological sites, including travel, room,

board, equipment acquisition and maintenance, and expenses for support personnel; publication expense for dissemination of research results, including support of authors while writing, editorial, and production expense, and clerical staff; and dissemination or distribution of research results, including travel to conferences and seminars. The Corporation shall not, as its primary activity, engage in a regular business of a kind ordinarily carried on for profit. The purposes for which the Corporation is organized are exclusively charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Code.

ARTICLE IV

Manner of Election and Membership

The initial Board of Directors is established in Article V. The Board shall consist of not fewer than three and not more than five Directors. The Directors shall be determined by the Board at the annual meeting of the Board. Each Director shall be elected for a perpetual term or for such other term as the Board may determine by resolution.

Each member of the Board of Directors shall be a voting member of the Corporation. There shall be no other members of the Corporation.

ARTICLE V

Initial Directors

The Corporation's initial Board of Directors shall consist of:

David Thulman, 1906 Atapha Nene, Tallahassee, Florida 32301.

Michael K. Faught, 410 El Destinado Drive, Tallahassee, Florida 32312.

Lynette Norr, 410 El Destinado Drive, Tallahassee, Florida 32312.

ARTICLE VI

Duration

The duration of this corporation shall be perpetual, commencing with the filing of these Articles with the Department of State of the State of Florida. In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations that themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state, or local government exclusively for public purposes.

ARTICLE VII

Limitations

All of the funds and other property of this Corporation and any monies or other benefits from its operation shall be used solely for the educational, scientific, and other charitable projects in furtherance of the purposes of this corporation.

No dividends shall be paid and no part of the net earnings of the Corporation shall inure to any member of the Corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the Corporation, nor to any other private persons, excepting solely such reasonable compensation that the Corporation shall pay for services actually rendered to the Corporation, or allowed by the Corporation as a reasonable allowance for authorized expenditures incurred on behalf of the Corporation.

No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the Corporation shall not participate in, or intervene in (including by publication 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 other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

The Corporation shall not lend any of its assets to any officer or director of this Corporation unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board members, or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLE VIII

Incorporator

The incorporator of this Corporation is David Thulman, 1906 Atapha Nene, Tallahassee, Florida 32301.

ARTICLE IX

Debt Obligations and Personal Liability

No member, officer, or Director of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the

property of the members, officers, or Directors be subject to the payment of the debts or obligations of this Corporation.

ARTICLE X

Management of Corporate Affairs

1. Board of Directors: The power of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be three, provided, however, that such number may be changed by the addition of directors by unanimous action of the directors. The board of directors shall consist of such persons as may be chosen from time to time by a majority of the members. Each director shall serve until his or her successor is named by the board of directors.

The board of directors shall consist of a Chair, a Secretary, and a Treasurer. The Chair shall convene regularly scheduled board meetings, shall preside or arrange for other board member to preside at each meeting. The Secretary shall be responsible for keeping records of the Board's actions, including the taking of minutes at all board meetings, sending out meeting minutes, an agenda, and announcements, and assuring that all corporate records are maintained. The Treasurer shall make a report at each Board meeting. The Treasurer shall be responsible for the preparation of the budget, help develop fundraising plans, and make financial information available to the Board members and the public.

2. Corporate Officers: The board of directors shall elect such officers as the bylaws of this corporation may authorize the directors to elect from time to time. Such officers shall be initially elected at the organizational meeting of the board of directors.

ARTICLE XI

Amendments

The Bylaws may be amended when necessary by a two-thirds majority of the Board. Proposed amendments must be submitted to the Secretary before the Board meeting at which they will be discussed.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in Article II, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent

8/17/05

Date



Signature/Incorporator

8/17/05

Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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