

N07888803013

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

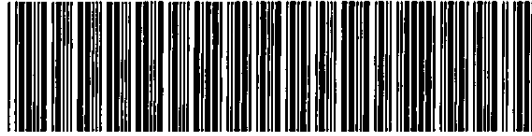
Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Really 21st

Office Use Only



900094189809

03/22/07--01006--004 **87.50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2007 MAR 22 A 8:25

FILED

*3-23-07
JC*

COVER LETTER

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

SUBJECT: Junkanoo Scholarship Fund, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Karla Crosby Ayer, Esq.
Name (Printed or typed)

88 Riberia Street, Suite 110
Address

St. Augustine, Florida 32084
City, State & Zip

904-824-8366
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

FILED
2007 MAR 22 A 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
JUNKANOO SCHOLARSHIP FUND, INC.

The undersigned incorporator, with other persons, being desirous of forming a corporation under the provisions of Chapter 617 of the Florida Statutes, agrees to the following:

ARTICLE I - NAME

The name of this corporation is JUNKANOO SCHOLARSHIP FUND, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation is organized exclusively for charitable, scientific, literary or educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, 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 the corresponding section of any future United States Internal Revenue law.

ARTICLE III - MEMBERS

The corporation shall not have a class of membership.

ARTICLE IV - TERM OF EXISTANCE

This corporation is to exist perpetually.

ARTICLE V - SUBSCRIBER

The name and street address of the incorporator of these Articles is:

Karla Crosby Ayer, Esq.
88 Riberia Street
Suite 110
St. Augustine, Florida 32084

ARTICLE VI - OFFICERS

Section 1. The officers of the corporation shall be a President, Vice-President, a Secretary, and a Treasurer.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

Name	Title
Dr. Ronald Hucke	President
Dr. Robert Thousand	Vice-President
Reba J. Ludlow	Secretary
Randy Brunson	Treasurer

Section 3. The officers shall be those persons who are the elected officers of the JUNKANOO SCHOLARSHIP FUND, INC., or its successor in interest, and shall serve for as long as they hold their respective offices in the JUNKANOO SCHOLARSHIP FUND, INC.

ARTICLE VII – BOARD OF DIRECTORS

Section 1. The business affairs of the corporation shall be managed by the Board of Directors. This corporation shall have four (4) directors initially, and their number may be increased or decreased by the Board of Directors. The number of directors may never be less than three (3).

Section 2. Members of the Board of Directors shall be those persons who are elected as directors of JUNKANOO SCHOLARSHIP FUND, INC. They shall hold their directorships for as long as they are directors of the JUNKANOO SCHOLARSHIP FUND, INC.

Section 3. The names and address of the persons who are to serve as directors are:

Name	Address
Dr. Ronald Hucke	2306 Windjammer Drive St. Augustine, Florida 32084
Dr. Robert Thousand	124 Inlet Drive St. Augustine, Florida 32080
Reba J. Ludlow	46 Village Walk Drive Ponte Vedra Beach, Florida 32082
Randy Brunson	1110 Woodlawn Road St. Augustine, Florida 32084

ARTICLE VIII – BY-LAWS

Section 1. The Board of Directors of this corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice the by-laws may be amended, altered, or rescinded by a majority of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE IX - AMENDMENTS

These Articles of Incorporation may be amended at a regular or special meeting of the Board of Directors by a 51% vote of those present.

ARTICLE X - ADDRESS

The initial street address of the principal office of this corporation shall be 2306 Windjammer Drive, St. Augustine, Florida 32084. The mailing address of this corporation shall

be JUNKANOO SCHOLARSHIP FUND, INC., c/o Dr. Ronald Hucke, 2306 Windjammer Drive, St. Augustine, Florida 32084. Corporate offices may be moved from time to time as decided by the Board of Directors.

ARTICLE XI - INDEBTEDNESS

The highest amount of indebtedness or liability to which the corporation may at any time subject itself shall never be greater than 80% of the value of the property of the corporation.

ARTICLE XII – ACQUISITION OF PROPERTY

In order to promote the purposes of this corporation, it may acquire property by grant, gift, purchase, devise, or bequest, and hold and dispose of such property as the corporation shall require in a manner not for pecuniary profit, and not inconsistent for a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue or corresponding section(s) of any future Federal Tax Code.

ARTICLE XIII – ANNUAL MEETING

Section 1. At minimum a meeting of the Board of Directors shall be held annually for the election of officers and members of the Board of Directors and for other business before the Board.

Section 2. The corporation may provide in its by-laws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings.

Section 3. A majority of the members shall constitute a quorum for the holding of any meetings.

ARTICLE XIV – DISTRIBUTION OF EARNINGS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its 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 set forth in Article Two hereof. Unless the bylaws provide otherwise, the Board of Directors may fix the compensation of directors. 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 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 (a) by a corporation exempt from federal income tax Section 501(c)(3) of the Internal Revenue Code (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue code, or corresponding section of any future Federal Tax Code.

ARTICLE XV – DISSOLUTION

Upon the winding up and dissolution of the corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE XVI – REGISTERED AGENT

The registered agent of this corporation to accept service of process within this state shall be Karla Crosby Ayer, Esq. at Suite 110, 88 Riberia Street, St. Augustine, Florida 32084.

2007.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 20th day of March,

Karla Crosby Ayer
Karla Crosby Ayer

STATE OF FLORIDA)
) SS
COUNTY OF St. Johns)

FILED
2007 MAR 22 A 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me the 20 day of March, 2007 by
Karla Crosby Ayer, who () is are personally know to me or (✓) has produced
FL. Driver License as identification, and who did take oath.

Notary Seal:

MICHELLE WALLACE
Notary Public, State of Florida
My comm. exp. Feb. 19, 2011
Comm. No. DD 628896

Michelle Wallace
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

Print Name Michelle Wallace

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

Karla Crosby Ayer
Karla Crosby Ayer, Registered Agent