

NO800005896

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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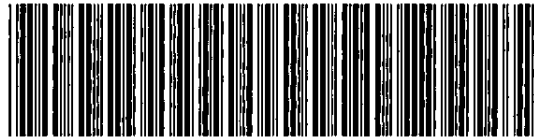
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
MICHIGAN

08 MAY - 8 PM 12:31

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6/1/2008  
5/12/08  
24



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 12, 2008

BENJAMIN O'NEIL  
9480 PRINCETON SQUARE BLVD SOUTH APT. 10  
JACKSONVILLE, FL 32256

SUBJECT: STUDENTS WITHOUT BORDERS, INC  
Ref. Number: W08000023633

We have received your document for STUDENTS WITHOUT BORDERS, INC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6955.

Suzanne Hawkes  
Regulatory Specialist II  
New Filing Section

Letter Number: 008A00030171

May 1 2008

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

RE: Students Without Borders

Dear Sir/Madam:

Enclosed herewith please find the following with respect to the filing of a new, nonprofit corporation as referenced above:

1. Original Articles of Incorporation
2. Check in the amount of \$78.75

Thank you for your prompt attention to this request.

Sincerely,

Benjamin O'Neil

**ARTICLES OF INCORPORATION  
OF  
STUDENTS WITHOUT BORDERS, INC**

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify:

**ARTICLE I  
NAME**

The name of the Corporation shall be STUDENTS WITHOUT BORDERS, INC.

**ARTICLE II  
LOCATION**

The place in this state where the principle office of the Corporation is to be located is the City of Jacksonville, Duval County.

**8787 SOUTHSIDE BOULEVARD APT# 1111  
JACKSONVILLE, FL 32256**

**ARTICLE III  
PURPOSE**

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**ARTICLE IV  
REGISTERED AGENT**

The name and Florida street address of the registered agent is:

**MATTHEW DAVIES  
13870 DEVAN LEE DRIVE NORTH  
JACKSONVILLE, FLORIDA 32226**

Having been named as registered agent and to accept services of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

Registered Agent Signature: Matthew Davies

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08 MAY -8 PM 12:31  
CLERK OF CIRCUIT COURT  
JACKSONVILLE, FLORIDA

## ARTICLE V

### **DIRECTORS**

The names and addresses of the persons who are the initial trustees of the corporation are as follows:

**BENJAMIN O'NEIL P  
9480 PRINCETON SQUARE BLVD SOUTH APT #1001  
JACKSONVILLE, FLORIDA 32256**

**BRYAN GEOFFREY ANDERSON                      VP**  
**8787 SOUTHSIDE BLVD APT#1111**  
**JACKSONVILLE, FLORIDA 32256**

**MATTHEW DAVIES** CP  
**13870 DEVAN LEE DRIVE NORTH**  
**JACKSONVILLE, FLORIDA 32226**

## **ARTICLE VI**

### **AFFILIATION**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Third 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 other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue 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 Internal Revenue Code, or the corresponding of any future federal tax code.

**ARTICLE VII**  
**TERM**

This corporation shall have a perpetual existence.

**ARTICLE VIII**  
**MANAGEMENT OF CORPORATION**

The affairs of the corporation shall be managed by a governing board called the Board of Directors, who shall consist of the officers of the corporation. The officers shall

be elected and take office at the annual meeting of the corporation, and shall automatically become members of the Board of Directors.

The officers of the corporation shall be a President, Vice-President, Secretary, Treasurer, and Chairperson. The officers and directors shall perform such duties and hold offices for such terms as shall be provided in the Bylaws of the corporation, so long as the same is not inconsistent with these Articles of Incorporation.

#### **ARTICLE IX** **MEMBERSHIP**

The terms and conditions of membership shall be set forth in the Bylaws of this Corporation. All members added hereafter in accordance with these Articles and the Bylaws adopted in accordance herewith shall be members of said corporation.

#### **ARTICLE X** **BYLAWS**

The Bylaws of the corporation may be made, altered or rescinded from time to time at any regular meeting of the corporation by a two-thirds vote of the members present and voting.

#### **ARTICLE XI** **VOTING RIGHTS**

Each member shall be entitled to one vote.

#### **ARTICLE XII** **AMENDMENTS**

These Articles may be amended by a two-thirds vote of the voting membership present at any qualified regular or special meeting of the Corporation provided, however, that these Articles of Incorporation shall not be amended unless written notice is first given of the proposed amendment to each and every member of the Corporation not less than fifteen (15) days prior to the regular annual meeting of the Corporation. Such notice shall be sufficient if published by a notice displayed in a location freely accessible to all members or sent by first class mail and designated by the Board of Directors for that purpose.

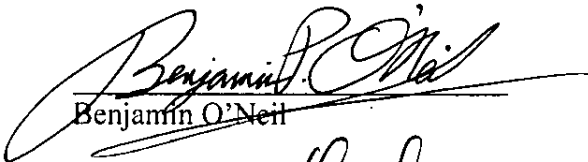
#### **FLORIDA STATUTE 617.0302**

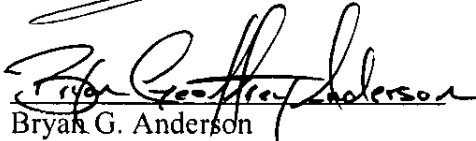
In order to carry out its purpose, the corporation shall have the powers provided by Florida Statute 617.0302 as amended from time to time as well as other express and implied powers of all Not-For-Profit corporations provided or allowed by or through the laws of the State of Florida.

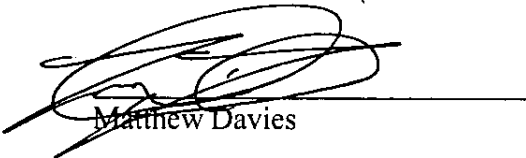
**ARTICLE XIII**  
**DISSOLUTION**

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 Internal Revenue 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 of which the principle 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.

In witness whereof, we have hereunto subscribed our names this 1<sup>st</sup> day of May 2008.

  
Benjamin O'Neil

  
Bryan G. Anderson

  
Matthew Davies

**FILED**  
08 MAY -8 PM 12:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA