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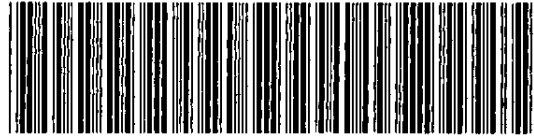
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JUN 23 P 12: 21

FILED

JUN 24 2008  
D. A. WHITE

## COVER LETTER

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

SUBJECT: ALLIGATOR ALUMNI ASSOCIATION, 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:

CHARLES E. BARBER  
Name (Printed or typed)

P.O. BOX 14249  
Address

GAINESVILLE FL 32604-2249  
City, State & Zip

(352) 373-7828  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION  
OF ALLIGATOR ALUMNI ASSOCIATION, INC.  
(A Corporation Not For Profit)**

**FILED**

**ARTICLE I - NAME**

The name of this organization is Alligator Alumni Association, Inc.

JUN 23 P 12: 22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

Section 1. The principal place of business is located at 1105 West University Avenue, Gainesville, Florida, 32605.

Section 2. The coporation mailing address is Post Office Box 14249, Gainesville, Florida, 32604-2249.

**ARTICLE III - PURPOSE**

Section 1. The business and purpose of this corporation shall be to carry on and engage in the support and otherwise sustain the educational organization of Campus Communications, Inc., a Florida not for profit educational organization, not prohibited by law.

Section 2. To encourage, advise and to raise funds in a manner not prohibited by law in order to enrich the programs of Campus Communications, Inc., a Florida not for profit, 501 (c) (3) educational organization.

Section 3. This corporation shall have and exercise all rights and powers conferred upon corporations, not for profit, under the laws of the State of Florida, provided, however, that this corporation is not empowered to engage in any activity that in itself is not in the furtherance of its purposes as set forth in Sections 1 and 2 of this Article.

Section 4. This corporation shall have perpetual existence.

**ARTICLE IV - MEMBERSHIP & ELECTION**

Section 1. Each member of the Board of Directors of the corporation shall be the only members of the corporation.

As soon as practically possible after this organization is fully incorporated, the initial Board of Directors shall elect two (2) additional members to the Board of Directors who are Alligator alumni and not currently serving with Campus Communications, Inc.

Section 2. All elections of directors shall be by majority vote of all directors. (that is a majority of the total number of the members of the Board of Directors, whether or not they are present) at any regular meeting, with that item as a part of the published agenda or any special meeting called for that purpose.

**ARTICLE V - DIRECTORS**

Section 1. Except as otherwise provided in these Articles, the affairs and business of this corporation shall be conducted and managed by the Board of Directors of the corporation.

Section 2. The Board of Directors shall comprise not less than three (3) nor more than seven (7) voting members.

Section 3. Director qualification and selection shall be governed by the Bylaws.

Section 4. The incorporating directors and officers are as follows:

C. E. Barber  
Chairman and President

P.O. Box 14249, Gainesville, FL 32604-2249

Jean C. Chance  
Secretary and Vice President

5918 NW 158<sup>th</sup> St., Alachua, FL 32615

Patricia E. Carey  
Treasurer and Vice President

P.O. Box 14257, Gainesville, FL 32604-2257

Section 5. The officers of this corporation shall be Chairman and President, Vice President and Secretary, Vice President and Treasurer, and shall have such authority and duties as specifically provided for in this Article, and such further authority and duties as may be provided in the bylaws. Some offices may be combined with more being held at the same instance by a single person.

Section 6. The Chairman and President shall serve as the Executive Director of the Corporation, and Resident Agent, and shall be responsible for the management of the Corporation.

Section 7. The Vice President and Secretary shall be the exofficio member as Chairman of Campus Communications, Inc.

Section 8. The Vice President and Treasurer shall be the exofficio member as President for of Campus Communications, Inc.

Section 9. All officers shall be full voting members of the Board of Directors of Alligator Alumni Association, Inc.

Section 10. (a) The corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil or criminal, administrative or investigative, by reason of the fact that he is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expense (including attorneys' fees), judgments, fines, and amounts paid in settlement, actually and reasonably incurred by him in connection with such action, suit or proceeding, including any appeal thereof, if he acted in good faith or in a manner he reasonably believes in or not opposed to the best interests of the corporation, and with respect to any criminal action or proceeding, if he had no reasonable cause to believe his conduct was unlawful.

Article IV, Section 10. continued

However, with respect to any action by or in the right of the corporation to procure a judgment in its favor, no indemnification shall be made in respect to any claim, issue, or matter as to which such person is adjudged liable for negligence or misconduct in the performance of his duties to the corporation unless, and only to the extent that, the court in which such action or suit was brought determines, on application, that despite the adjudication of liability, such person is fairly and reasonably entitled to indemnity in view of the circumstances of the case. Any indemnification hereunder shall be made only on a determination by a majority of disinterested directors that the indemnification is proper in the particular circumstances because the party to be indemnified has met the applicable standard of conduct. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of *nolo contendere* or its equivalent, shall not, of itself, create a presumption that the party did not meet the applicable standard of conduct.

Indemnification hereunder may be paid by the Corporation in advance of the final disposition of any action, suit, or proceeding, on a preliminary determination that the director, officer, employee, or agent met the applicable standard of conduct and on receipt of an undertaking by or on behalf of the director, officer, employee, or agent to repay such amount, unless it is ultimately determined that he is entitled to be indemnified by the Corporation as authorized in this section.

(b) The Corporation shall also indemnify any director, officer, employee, or agent who has been successful on the merits or otherwise, in defense of any action, suit, or proceeding, or in defense of any claim, issue or matter therein, against all expenses, including attorneys' fees, actually and reasonable incurred by him in connection therewith without the necessity of an independent determination that such director, officer, employee, or agent met any appropriate standard of conduct.

(c) The indemnification provided for herein shall continue as to any person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such person.

(d) In addition to the indemnification provided for herein, the Corporation shall have the power to make any other or further indemnification, except an indemnification against gross negligence or willful misconduct, under any resolution or agreement duly adopted by a majority of disinterested directors.

**ARTICLE VI - BYLAWS**

Section 1. The Board of Directors may provide for such bylaws for the conduct of this corporation's business and the carrying out of its purposes as may be deemed necessary from time to time.

Section 2. Upon proper notice to all members, the bylaws may be amended, altered, or rescinded by a majority of the Board of Directors (that is a majority of the total number of the full voting members of the Directors, whether or not they are present) at any regular meeting if a stated part of the meeting agenda or any special meeting called for that purpose.

**ARTICLE VII - AMENDMENTS**

Amendments to these articles of incorporation may be adopted by a vote of at least two-thirds (2/3) of the full voting members of the Corporation (that is, two-thirds of the total number of members, whether or not they are present).

**ARTICLE VIII - STOCK**

This Corporation shall not have or issue shares of stock. It shall pay no dividends or pecuniary benefits whatever to its organizers, members or managers; it may employ at a salary as employees of the Corporation those persons who also occupy positions as officers and directors.

**ARTICLE IX - PROXY VOTING**

Absentee voting shall be permitted as to specific questions only. Proxy, blanket or generally voting authority shall not be permitted.

**ARTICLE X - NON-PROFIT DECLARATION**

No person, firm, or Corporation shall ever receive any dividends or profits from the undertaking of this Corporation, and upon dissolution of this Corporation, all of its assets shall be distributed to Campus Communications, Inc. as long as that corporation retains its non-profit, 501 (c)(3) status. Should that corporation cease to be exempt, then all of its assets shall be distributed to the University of Florida Foundation, Inc., for the use and benefit of the College of Journalism and Communications of the University of Florida for such purposes as determined by the Dean of said college and the President of said University.

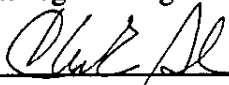
In the event that the University of Florida Foundation, Inc., shall not be in existence, then upon dissolution of this Corporation, all of its assets shall go to the successor of the University of Florida Foundation, Inc. for the use and benefit as above indicated. In the event the University of Florida has ceased to exist, all of this Corporation's residual assets upon dissolution will be distributed to the state, federal, or local government for exclusive public purposes or to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding Sections of any prior or future Internal Revenue Codes.

None of the assets shall ever be distributed to any member, officer or trustee of Alligator Alumni Association, Inc. or of Campus Communications, Inc. Notwithstanding any other provisions of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law, or (b) a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954, or any other Corresponding provision of any future United States Internal Revenue law.

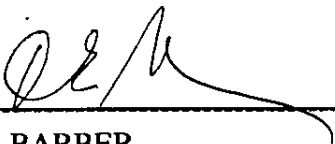
**ARTICLE XI - REGISTERED AGENT**

The Registered Agent of the Alligator Alumni Association, Inc. is Charles E. Barber, 1105 W. University Avenue, Gainesville, Florida 32605.

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


(Signed)   
Charles E. Barber / Registered Agent

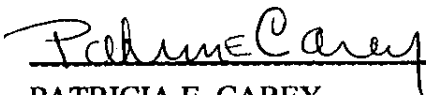
IN WITNESS WHEREOF, the undersigned comprising all of the initial members of the Alligator Alumni Association, Inc., have hereunto set our hands and seals this 13 day of ~~July~~<sup>June</sup>, 2008, for the purpose of stating the Articles of this Corporation not-for-profit under the laws of the State of Florida and as incorporators.

  
C. E. BARBER  
Chairman and President  
Incorporator

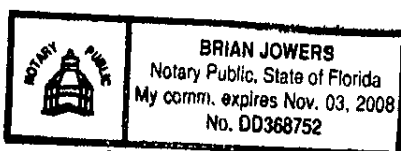
State of Florida  
County of Alachua

Subscribed before me this  
day of 13th June 2008  
by C. E. Barber,  
Jean C. Chance &  
Patricia E. Carey

  
JEAN C. CHANCE  
Vice President and Secretary  
Incorporator

  
PATRICIA E. CAREY  
Vice President and Treasurer  
Incorporator

Brian Jowers



2008 JUN 23 P 12:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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