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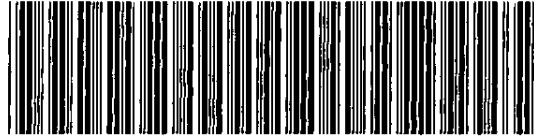
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TALLAHASSEE, FLORIDA

1/4

Watson & Osborne, P.A.

1914-2 SOUTHSIDE BLVD.
JACKSONVILLE, FLORIDA 32216

(904) 641-2720
FAX (904) 641-6506

KEITH WATSON
LEE S. OSBORNE
GERARD (ROD) SCHLOTH
ROBERT J. DYKES

REPLY TO:
1914-2 SOUTHSIDE BLVD.

December 23, 2008

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

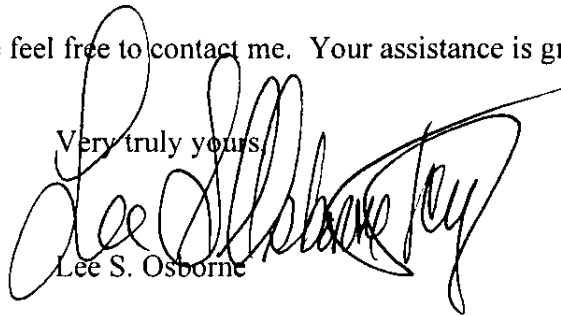
Re: *Raymond Lackie Artists Foundation, Inc.*

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation of Raymond Lackie Artists Foundation, Inc. Also enclosed is our check in the amount of \$78.75, payable to the Florida Department of State, to cover your fees for filing, registration and certification.

If you have any questions, please feel free to contact me. Your assistance is greatly appreciated.

Very truly yours,



Lee S. Osborne

LSO/cys

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
FOR
RAYMOND LACKIE ARTISTS FOUNDATION, INC.
A FLORIDA NON-PROFIT CORPORATION**

ARTICLE ONE

The name of the corporation is **RAYMOND LACKIE ARTISTS FOUNDATION, INC.**

ARTICLE TWO

This is a non-profit corporation organized solely for general charitable and educational purposes pursuant to the Florida Corporations Not for Profit law set forth in Part I of Chapter 617 of the Florida Statutes.

ARTICLE THREE

(a) The specific and primary purpose for which this corporation is formed is to promote the arts and art education and for other educational and charitable purposes by the distribution of its funds for such purposes.

(b) The general purposes for which this corporation is formed are to engage in all lawful business as would be allowed an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1985, as amended, or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code, as may be amended from time to time.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE FOUR

This corporation shall have a perpetual existence.

ARTICLE FIVE

The corporation may have a membership distinct from the Board of Directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be set forth in any by-laws.

ARTICLE SIX

The name and residence address of the subscriber of this corporation are as follows:

NAME

ADDRESS

Audrey R. Lackie

1300 Florida Blvd.
Neptune Beach, FL 32266

ARTICLE SEVEN

(a) The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located is the County of DUVAL.

(b) The address of the corporation and its registered agent at such address are as follows: 1300 Florida Blvd., Neptune Beach, FL 32266, Audrey R. Lackie.

ARTICLE EIGHT

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The initial number of directors of the corporation shall be three (3); provided, however, that such number may be changed in accordance with the by-laws of the Corporation.

The directors named herein as the first Board of Directors shall hold office until the first meeting of directors, to be held on **January 2, 2009** at 7:01 p.m., at 1300 Florida Blvd., Neptune Beach, Florida 32266, at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of two (2) years until the tenth annual meeting of directors following the election of directors and until the qualification of the successors in office or as otherwise set forth in the corporate by-laws. Annual meetings shall be held at 7:01 p.m. on the first Friday in January of each year at the principal office of the corporation, or at such other place or places as the board of directors may designate from time to time by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting if all directors shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting, and that the articles of incorporation and by-laws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first members of the board of directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Raymond A. Lackie	1300 Florida Blvd. Neptune Beach, FL 32266
Audrey R. Lackie	1300 Florida Blvd. Neptune Beach, FL 32266
Lee S. Osborne	1914-2 Southside Blvd. Jacksonville, FL 32216

(b) **Corporate Officers.** The board of directors shall elect the following officers: President/Overseer, Vice President, Secretary and Treasurer, and such other officers as the by-laws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Raymond A. Lackie	1300 Florida Blvd. Neptune Beach, FL 32266	President and Treasurer
Audrey R. Lackie	1300 Florida Blvd. Neptune Beach, FL 32266	Vice President and Secretary

ARTICLE NINE

Subject to the limitations contained in the by-laws, and any limitations set forth in the Corporation Not for Profit law of Florida concerning corporate action that must be authorized or approved by the directors of the corporation, by-laws of this corporation may be made, altered, rescinded, added to, or new by-laws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefor in the by-laws.

ARTICLE TEN

The property of this corporation is irrevocably dedicated to educational and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE ELEVEN

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for

charitable or educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1985, as amended, or corresponding provisions of any subsequent federal tax laws.

ARTICLE TWELVE

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors or as otherwise set forth in the Corporation by-laws.

The undersigned, being the Incorporator of this corporation, and the person herein named as the subscriber of this corporation, for the purpose of forming this non-profit charitable corporation under the laws of Florida, has executed these articles of incorporation on the 19th day of December, 2008.

WITNESSES:

Chrysanthia J. Hermans
Charles Hermans

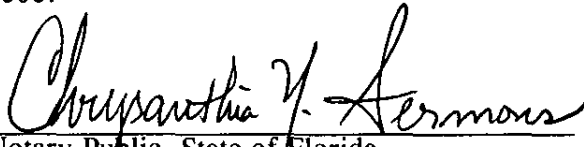
INCORPORATOR:

Audrey R. Lackie
Audrey R. Lackie

STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Personally Known, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 19th day of December, 2008.


Notary Public, State of Florida
My Commission Expires:
SEAL



CHRYSANTHIA Y. SERMONS
Notary Public, State of Florida
My Comm. Expires June 22, 2009
Comm. No. DD 443603
WHHHEH THH TTH Fain Insurance Inc.

INITIAL REGISTERED AGENT OF
RAYMOND LACKIE ARTISTS FOUNDATION, INC.

The name of the initial registered agent of the corporation is Audrey R. Lackie and the address of its initial registered agent at such address is 1300 Florida Blvd. Neptune Beach, Florida 32266.

By her signature below, AUDREY R. LACKIE accepts designation as registered agent of RAYMOND LACKIE ARTISTS FOUNDATION, INC.


AUDREY R. LACKIE

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AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA