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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Grateful Nation Florida, Inc  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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**NEW FILINGS**

☐ Profit  
☒ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

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Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
GRATEFUL NATION FLORIDA, INC.**

The undersigned, acting as the incorporator of a corporation not for profit pursuant to Florida Statutes, Chapter 617, certifies:

**ARTICLE I - NAME**

The name of the corporation shall be: GRATEFUL NATION FLORIDA, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation shall be: 20 North Eola Avenue, Orlando, FL 32801.

**ARTICLE III - PURPOSE**

The corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. The exclusive purpose of the corporation is to create and conduct related activities of an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE IV - EFFECTIVE DATE**

The corporation's existence shall begin on April 28, 2009.

**ARTICLE V - PROHIBITIONS**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, members (if any) 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 III 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,

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contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### ARTICLE VI - 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 in which the principal office of the organization 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.

#### ARTICLE VII - DIRECTORS

The affairs of the corporation shall be managed by the Board of Directors.

There shall be three or more directors with the number to be determined by the bylaws.

Directors shall be elected or appointed in the manner and for the terms provided in the bylaws.

#### ARTICLE VIII - MEMBERS

The corporation will not have members.

#### ARTICLE IX - INDEMNIFICATION

The corporation shall, to the extent permissible under applicable law, have the power to indemnify any person who was or is a party to any proceeding (other than any action by, or in the right of, the corporation), by reason of the fact that he or she 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 liability incurred in connection with such proceeding, including any appeal thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any proceeding by judgment, order, settlement, or conviction or upon a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or not opposed to, the best interests of the corporation or, with respect

to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful.

ARTICLE X - INITIAL REGISTERED AGENT AND STREET ADDRESS

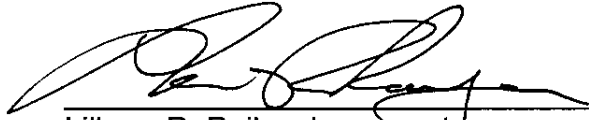
The initial registered agent of this corporation is Lilburn R. Railey, whose address is 20 North Eola Avenue, Orlando, FL 32801.

ARTICLE XI - INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Lilburn R. Railey, 20 North Eola Avenue, Orlando, FL 32801.

IN WITNESS WHEREOF, the undersigned has hereunto signed and acknowledged the foregoing Articles of Incorporation under the laws of the State of Florida, on the date set forth next to his signature.

4/27/09  
Date

  
\_\_\_\_\_  
Lilburn R. Railey, Incorporator

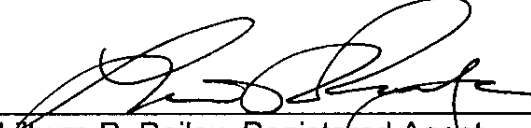
**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE FOR  
SERVICE OF PROCESS WITHIN THIS STATE AND  
NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

PURSUANT to Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

Grateful Nation Florida, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Orlando, County of Orange, and State of Florida, has named as Registered Agent Lilburn R. Railey, and Registered Office at 20 North Eola Avenue, Orlando, FL 32801, to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open such office.

  
\_\_\_\_\_  
Lilburn R. Railey, Registered Agent

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