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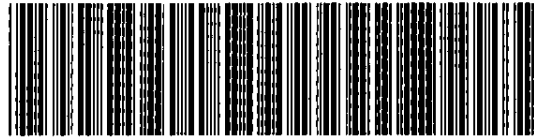
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09 MAY 15 PM 3:01  
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TALLAHASSEE, FLORIDA

B. McKnight MAY 18 2009

## COVER LETTER

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

SUBJECT: Kingsbury College, 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: Jerry Dotson  
Name (Printed or typed)

19329 Sunset Bay Dr  
Address

Land O' Lakes FL. 34638  
City, State & Zip

813-319-5427  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION**  
In Compliance with Chapter 617, F. S., (Not for Profit)  
**State of Florida**

We, the undersigned natural persons over the age of eighteen (18), adopt the following Articles of Incorporation of **KINGSBURY COLLEGE, INC.** (referred to as the "Corporation").

**ARTICLE I      NAME**

The name of the Corporation shall be: **KINGSBURY COLLEGE, INC.**

**ARTICLE II      PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:  
**19329 Sunset Bay Drive, Land O' Lakes, FL 34638.**

**ARTICLE III      PURPOSE**

This corporation is formed to establish, maintain and conduct the business of a college, both domestically and internationally, for the encouragement and advancement of higher education and learning and to confer such degrees, grants and honors as are usually and customarily conferred by similar accredited institutions. The College shall endeavor to discover and/or utilize all, or as many as it deems appropriate, methods, tools, styles and philosophies of educating and delivering education to its students both domestically and internationally; including but not limited to, distance learning, life experience credit, internet, email, electronic distribution and any other methods of communicating and/or imparting education, including those not yet discovered.

The College is founded on and will permanently be committed to the tenants of Biblical Christianity as well as academic excellence. The College believes in educating the individual to be prepared to walk with excellence in life through a balance of outstanding academic training, spiritual awakening and discipline and supernatural empowerment as outlined in the Bible and made available through faith in God, the Father; God, the Son; and God, the Holy Spirit. The College further believes that the only source of true spiritual awakening is through a belief in and experience with Jesus Christ as both Lord and Savior accompanied by the power of His Holy Spirit. In support of this, Kingsbury strongly encourages the manifestation of the gifts and fruits of the Holy Spirit.

The College is dedicated to assist students in their quest for knowledge and academic excellence as well as their quest for a relationship with God and to be a contributor to the good of mankind. To achieve this goal, the College strives to provide the best in liberal arts, graduate and professional education combined with a dynamic experience with the Holy Spirit of God to enable the students to represent Jesus Christ, as the model of excellence and solution to needs, throughout the world, whether it be in the workplace, community, governments, missions or churches.

**ARTICLE IV      MANNER OF ELECTION**

The manner in which the directors are elected or appointed: The initial Board of Directors shall be appointed by the Incorporator. Subsequently, a person who meets the qualification requirements to be a director (referred to as Trustees in the bylaws) and who has been duly nominated may be elected as a director. The directors shall be elected by the vote of the Board of Directors.

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TALLAHASSEE, FLORIDA

Directors shall be elected at the annual meetings of the Board of Directors, and may be elected at any meeting of the Board of Directors as needed. Each Director shall serve for a one (1) year term and shall serve until a successor is elected and qualified. A Director may be elected to succeed himself or herself as Director.

#### **ARTICLE V      INITIAL DIRECTORS AND/OR OFFICERS**

The name and street address of each director is:

- 1. Jerry P. Dotson, Chairman/President**  
**19329 Sunset Bay Drive**  
**Land O' Lakes, FL 34638**
- 2. Karen L. Dotson, Vice Chairman/Vice President/Secretary**  
**19329 Sunset Bay Drive**  
**Land O' Lakes, FL 34638**
- 3. J. Wayne Thomas, Director/CFO**  
**164 Coral Ave.**  
**Redington Shores, FL 33708**

#### **ARTICLE VI      INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the registered agent is:

**Jerry P. Dotson, Chairman/President**  
**19329 Sunset Bay Drive**  
**Land O' Lakes, FL 34638**

#### **ARTICLE VII      INCORPORATOR**

The name and address of the Incorporator is:

**Jerry P. Dotson, Chairman/President**  
**19329 Sunset Bay Drive**  
**Land O' Lakes, FL 34638**

#### **ARTICLE VIII      DISSOLUTION OF CORPORATION**

The Corporation is a nonprofit corporation. Upon dissolution, all Corporation assets shall be distributed to an organization or organizations as determined by the Board of Trustees, if qualified as exempt from taxes under Internal Revenue Code Section 501(c)(3), otherwise, to another organization qualified as exempt from taxes under Internal Revenue Code Section 501(c)(3) that serves similar purposes as the Corporation.

#### **ARTICLE IX      DURATION**

The Corporation shall continue in perpetuity.

## **ARTICLE X      POWERS**

Except as otherwise provided in these Articles, the Corporation shall have all of the powers provided in the Act. Moreover, the Corporation shall have all implied powers necessary and proper to carry out its express powers. The Corporation may pay reasonable compensation to officers for services rendered to or for the Corporation in furtherance of one or more of its purposes set forth above.

## **ARTICLE XI      RESTRICTIONS AND REQUIREMENTS**

The Corporation shall not pay dividends or other corporate income to its officers or otherwise accrue distributable profits or permit the realization of private gain. The Corporation shall have no power to take any action prohibited by the Act. The Corporation shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under Internal Revenue Code Section 501(c)(3) and related regulations, rulings, and procedures. The Corporation shall have no power to take any action that would be inconsistent with the requirements for receiving tax deductible charitable contributions under Internal Revenue Code Section 170(c)(2) and related regulations, rulings, and procedures. Regardless of any other provision in these Articles of Incorporation or state law, the Corporation shall have no power to:

1. Engage in activities or use its assets in manners that are not in furtherance of one or more exempt purposes, as set forth above and defined by the Internal Revenue Code and related regulations, rulings, and procedures, except to an insubstantial degree.

1. Serve a private interest other than one that is clearly incidental to an overriding public interest.

2. Devote any part of its activities to attempting to influence legislation by propaganda or otherwise.

3. Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities.

4. Have objectives that characterize it as an "action organization" as defined by the Internal Revenue Code and related regulations, rulings, and procedures.

5. Distribute its assets on dissolution other than described herein.

6. Permit any part of the net earnings of the Corporation to inure to the benefit of any private individual.

7. Carry on an unrelated trade or business except as a secondary purpose related to the Corporation's primary, exempt, purposes.

## **ARTICLE XII        NON-DISCRIMINATION POLICY**

Kingsbury College admits students of any race, color, sex, national and ethnic origin to all the rights, privileges, programs and activities generally accorded or made available to students of the College. It does not discriminate on the basis of race, color, sex, national and ethnic origin in its educational policies, admission policies, scholarship and loan programs, and other College administered programs.

## **ARTICLE XIII       NO VOTING MEMBERS**

The Corporation shall not have voting members.

## **ARTICLE XIV       MANAGEMENT VESTED IN BOARD OF DIRECTORS**

The management of this corporation is vested in a board of directors (referred to as trustees). The board of directors may elect officers as allowed in the bylaws. Except as may otherwise be provided in this Certificate of incorporation or in the Bylaws of the Corporation, as the same may be amended from time to time, the Board of Trustees shall have all the powers and authority which may be granted to a board of directors of a Corporation under the Act.

## **ARTICLE XV        LIMITATION ON LIABILITY OF DIRECTORS AND OFFICERS**

A director or officer is not liable to the Corporation for monetary damages for an act or omission in the director's or officer's capacity except to the extent otherwise provided by a statute of the State of Florida.

## **ARTICLE XVI I     INDEMNIFICATION**

The Corporation may indemnify a person who was, is, or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was an officer or other person related to the Corporation as provided by the provisions in the Act governing indemnification. As provided in the bylaws, the directors shall have the power to define the requirements and limitations for the Corporation to indemnify officers or others related to the Corporation.

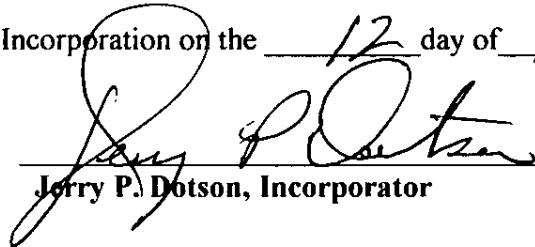
## **ARTICLE XVI I     CONSTRUCTION**

All references in these Articles of Incorporation to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time. All references in these Articles to directors and/or Board of Directors shall refer to the Trustees and Board of Trustees as so referred to in the Bylaws of the Corporation.

I hereby am familiar with and accept the duties and responsibilities as Registered Agent on the  
12 day of May 2009.

 [signature]  
Jerry P. Dotson, Registered Agent

We execute these Articles of Incorporation on the 12 day of May, 2009.

 [signature]  
Jerry P. Dotson, Incorporator

09 MAY 15 PM 3:01  
CLERK OF STATE  
TALLAHASSEE, FLORIDA