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Effective Date

09-11-09

FILED
09 SEP 15 PM 2:05
TALLAHASSEE, FLORIDA

B. McKnight SEP 16 2009

LETTER

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

SUBJECT: ParaNexus Anomalous Research Association, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

PLEASE MAKE THE DATE OF INCORP 9-11-09.

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: Douglas R. Kelley
Name (Printed or typed)

27365 Puno Drive
Address

Punta Gorda, FL 33983
City, State & Zip

941-740-2900
Daytime Telephone number

admin@paranexus.org
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION

For

ParaNexus Anomalous Research Association, Inc.

A Florida "Not for Profit" Corporation

FILED
09 SEP 15 PM 2:05
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under Chapter 617 (Not for Profit) of the Florida Statutes, adopts the following Articles of Incorporation effective September 11, 2009:

Effective Date

09-11-09

ARTICLE I: NAME OF CORPORATION

The name of the corporation shall be ParaNexus Anomalous Research Association, Inc.

ARTICLE II: PRINCIPLE OFFICE AND MAILING ADDRESS

The principal place of business and mailing address for this corporation shall be 27365 Puno Drive, Punta Gorda, FL 33983.

ARTICLE III: CORPORATE PURPOSE

1. This corporation is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
2. Specifically, the purpose of this corporation is to promote, further, and advance the research and understanding of the human condition through the scientific study of anomalous, aerial, and psychical phenomena, its reality, its reach, and its impact on humanity.
3. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments, or agencies.

ARTICLE IV: CORPORATE DURATION

The duration of this corporation shall be perpetual.

ARTICLE V: MEMBERS

1. This corporation may (but need not) have voting members, and such membership, if any, and classes thereof, shall be as defined in the Corporation's bylaws.
2. No member, if such exist, shall have any right, title, or interest in or to any property of the corporation.

ARTICLE VI: DIRECTORS AND OFFICERS

1. Directors:
 - a. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors whose operations in governing the corporation shall be as defined by statute and as provided in the bylaws.
 - b. No Director shall have any right, title, or interest in or to any property of the corporation.
 - c. Directors shall be elected or appointed in the manner and for the terms provided in the bylaws.

2. Officers:

- a. Officers shall be elected or appointed in the manner and for the terms provided in the bylaws.

ARTICLE VII: INITIAL DIRECTORS AND OFFICERS

1. The initial Board of Directors shall consist of:

- a. Doug Kelley, 27365 Puno Drive, Punta Gorda, FL 33983
- b. Grant Rubendunst, 4612 28th Drive East, Bradenton, FL 34208
- c. Michael Jones, 7 Edgehill Cove, Maumelle, AR 72113
- d. Gregory P. Kent, 4045 Palmetto Ave, SE, Highland City, FL 33846
- e. Barry Brudnak, 205 Market Street, Belle Vernon, PA 15012

2. The Initial Officers of this corporation shall be:

- a. **Executive Director (President):** Doug Kelley, 27365 Puno Drive, Punta Gorda, FL 33983
- b. **Assistant Executive Director (Vice President):** Grant Rubendunst, 4612 28th Drive East, Bradenton, FL 34208
- c. **Technical Development Director (Vice President):** Michael Jones, 7 Edgehill Cove, Maumelle, AR 72113
- d. **Secretary-Treasurer:** Doug Kelley, 27365 Puno Drive, Punta Gorda, FL 33983

ARTICLE VIII: REGISTERED AGENT

The Registered Agent for this corporation is Douglas R. Kelley, 27365 Puno Drive, Punta Gorda, FL 33983.

ARTICLE IX: INCORPORATOR

The Incorporator for this corporation is Douglas R. Kelley, 27365 Puno Drive, Punta Gorda, FL 33983.

ARTICLE X: 501(c)(3) LIMITATIONS

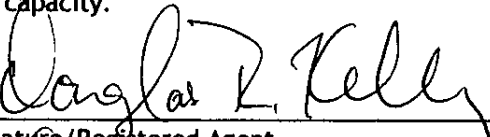
- 1. **CORPORATE PURPOSE:** Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section 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 section of any future federal tax code. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.
- 2. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains or profits to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable, educational, and scientific purposes. The property, assets, profits, and net income of the Corporation are irrevocably dedicated to charitable, educational, and scientific purposes no part of which shall inure to the benefit of any individual.
- 3. **LOBBYING AND POLITICAL CAMPAIGNS:** 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.
- 4. **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 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.

ARTICLE XI: INDEMNIFICATION

1. No Officer, Director, employee, or member of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the Officers, Directors, employees, or members be subject to the payment of the debts or obligations of this corporation.
2. Any person (and the heirs, executors, and administrators of such person) made or threatened to be made a party to any action or suit of proceeding by reason of the fact that he is or was an Officer, Director, employee, or member of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him or her (or by his or her heirs, executors or administrators) in connection with the defense or settlement of such action, suit, or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit, or proceeding that such Officer, Director, employee, or member is liable for negligence or misconduct in the performance of his or her duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Officer, Director, employee, or member (or such heirs, executors or administrators) may be entitled apart from this Article.

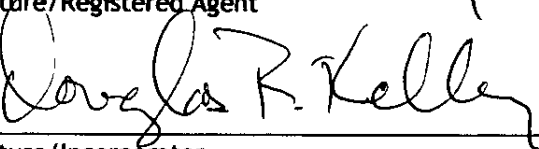
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent

9-11-09

Date



Signature/Incorporator

9-11-09

Date

FILED
09 SEP 15 PM 2:05
CLERK OF STATE
TALLAHASSEE, FLORIDA