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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2-17-10
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COVER LETTER

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

SUBJECT: AJEM, 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: Paul R. Fransway
Name (Printed or typed)

24 Frank Lloyd Wright Drive
Address

Ann Arbor, MI 48105
City, State & Zip

(734) 665-4441
Daytime Telephone number

tnestor295@aol.com
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
In Compliance with Chapter 617, F.S., (Not for Profit)

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2010 FEB 15 A 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:
AJEM, INC.

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address, if different is:
1709 Billingshurst Ct. Orlando, Florida 32825

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:
to educate the public about the musical era and musical style that existed from 1900 through the early 1940's, a style exemplified by Al Jolson.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:
as provided by the bylaws

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):
Jan Hernstat; 246 Chance Drive; Oceanside, NY 11572 (Director)
Stan Gerloff; 419 Glenwood Drive; Douglassville, PA 19518 (Director)
Thomas L. Nestor II; 1709 Billingshurst Ct.; Orlando, FL 32825 (Director)

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:
Thomas L. Nestor II; 1709 Billingshurst Ct.; Orlando, FL 32825

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:
Thomas L. Nestor II; 1709 Billingshurst Ct.; Orlando, FL 32825

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.

Thomas L Nestor II.
Signature/Registered Agent

2-9-10
Date

Thomas L Nestor II
Signature/Incorporator

2-9-10
Date

**ATTACHMENT TO
ARTICLES OF INCORPORATION
AJEM, INC.**

Corporation Identification Number:

ARTICLE VIII (Additional Provisions)

1. Said corporation is organized exclusively for religious, nonprofit, educational, and scientific purposes that qualify as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, 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 hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

3. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute the remaining assets to organizations with a similar mission exempt under section 501(c)(3) at the time of dissolution, or to such organization or organizations organized and operated exclusively for religious, nonprofit, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court with 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 purpose.

• ARTICLE IX

This organization is organized to qualify as a public charity. However, in the event that this entity is ever determined to be a private foundation, it shall be required:

- (1) To make distributions at such times and in such manner as not to subject the foundation to tax under Section 4942, and
- (2) It shall be prohibited from engaging in any act of self-dealing (as defined in Section 4941(d)), from retaining any excess business holdings (as defined in Section 4943(c)), from making any investments in such manner as to subject the foundation to tax under Section 4944, and from making any taxable expenditures (as defined in Section 4945(d)).