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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUG -9 2010
D.A. WHITE

COVER LETTER

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

SUBJECT: GFWC Junior Woman's Club of Fernandina Beach, 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: Katie Graves
Name (Printed or typed)

P.O. Box 15204
Address

Fernandina Beach, FL 32034
City, State & Zip

(205) 276-7102
Daytime Telephone number

juniorsfb@gmail.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

OF

GFWC JUNIOR WOMAN'S CLUB OF FERNANDINA BEACH, INC.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a non-profit corporation pursuant to the provisions of Section 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE:

The name of the non-profit corporation is GFWC Junior Woman's Club of Fernandina Beach, Inc. For convenience the GFWC Junior Woman's Club of Fernandina Beach, Inc. shall be referred to in these Articles as the "Corporation".

ARTICLE TWO:

The principal office of the Corporation shall be 201 Jean LaFitte Avenue, Fernandina Beach, Florida. The mailing address of the Corporation shall be PO Box 15204, Fernandina Beach, Florida, 32035. The Corporation shall exist perpetually unless and until dissolved according to law. Corporate existence shall commence upon the filing of these Articles with Florida Department of State.

ARTICLE THREE:

The general purposes for which the Corporation is organized are:

1. To support the mission of the GFWC (General Federation of Women's Clubs) in the Fernandina Beach and Nassau County area, and to further the goals and objectives of the GFWC in the Fernandina and Nassau County area.
2. To achieve the spirit of service and giving in Fernandina Beach and Nassau County area.
3. To promote social, cultural and spiritual lives of the members and to lend support to civic efforts for the betterment of the community.
4. To do such other things as are incidental to the foregoing necessary or desirable to accomplish the foregoing.
5. To transact any lawful business for which non-profit corporations may be incorporated under Section 617, Florida Statutes, or engage in any other trade or business which can, be advantageously carried on in connection with or auxiliary to the foregoing business.

ARTICLE FOUR:

The manner in which the directors and officers will be elected is as set forth in the Bylaws of the Corporation.

ARTICLE FIVE:

The affairs of this Corporation shall be managed by a Board of Directors and the affairs of the Corporation shall be administered by the officers. All matters regarding the directors and officers of the Corporation, including member elections, duration of terms and the like shall be governed in accordance with the provisions set forth in the Bylaws.

The number of directors constituting the initial board of directors of the Corporation shall consist of (5). The officers shall consist of the following: President, 1st Vice President, 2nd Vice President, Treasurer, Recording Secretary, and such other Officers as may be provided for in the Bylaws. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three(3). The names and addresses of the first Board of Directors and Officers who shall hold office until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
KATIE GRAVES President	96023 Long Beach Drive Fernandina Beach, Florida 32034
TERESA SPENCE 1 st Vice President	309 South 16 th Street Fernandina Beach, Florida 32034
JENNIFER WAGNER 2 ND Vice President	96597 Commodore Point Drive Yulee, Florida 32097
JENNIFER SUGGS Treasurer	97087 Lafittes Way Yulee, Florida 32097
JENNIFER HAWKINS Corresponding Secretary	95658 Arbor Lane Fernandina Beach, Florida 32034
ALISHA BROWN Recording Secretary	P.O. Box 1699 Fernandina Beach, Florida 32035

ARTICLE SIX:

The street address of the initial registered office of the Corporation is 960194 Gateway Boulevard, Suite 201, Fernandina Beach, Florida. The name of its initial registered agent at such address is Deirdre Wallace, Esquire.

ARTICLE SEVEN:

The name and address of the incorporator is: Katie Graves, 96023 Long Beach Drive, Fernandina Beach, Florida, 32034.

ARTICLE EIGHT:

The Corporation is organized on a non-stock basis and shall not issue shares of stock evidencing membership in the Corporation.

ARTICLE NINE:

1. Said Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as tax exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
2. No part of the 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 distributions in furtherance of the purposes set forth in Article 3 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 organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on benefit of any candidate for public office. Notwithstanding any other provision of this document. The Corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by any organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future tax code.
3. Upon the dissolution of the Corporation, any assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or 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 disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or

ARTICLE TEN:

The original Bylaws of the GFWC Junior Woman's Club of Fernandina Beach were originally ratified on August 11, 2009. Subsequently, by a majority of the voting members, on May 17, 2011, the Amended Bylaws of the GFWC Junior Women's Club of Fernandina Beach were ratified. The minutes, from the properly noticed monthly meeting on May 17, 2011, and the Amended Bylaws shall be incorporated by reference into these Articles of Incorporation as Attachment A and Attachment B accordingly.

The Amended Bylaws of the Corporation shall be adopted by the Board of Directors and may be altered, amended or revised as provided in the Amended Bylaws.

Executed by the undersigned at Fernandina Beach, Florida on the 31 day of July, 2010.

By: Katie Graves
KATIE GRAVES
Incorporator

STATE OF FLORIDA
COUNTY OF NASSAU

BEFORE ME personally appeared KATIE GRAVES, who is personally known to me or has produced DL as identification, and who is to me well known to be the person described herein and who executed the foregoing Articles of Incorporation and acknowledged to and before me that she executed said instrument for the purposes herein expressed.

31 IN WITNESS WHEREOF, I have hereunto set my hand and my office seal this day of July, 2010.



Jacqueline deMesa
Notary Public, State of Florida
My Comm. Expires May 6, 2011
Comm. No. DD 670453

[Signature]
Notary Public, State of Florida
My commission expires: 05/06/2011

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts the appointment as Registered Agent of the GFWC Junior Woman's Club of Fernandina Beach, Inc., which is contained in the foregoing Articles of Incorporation.

Dated: 7/29/10.

[Signature]
Registered Agent.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA