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(Requestor's Name)

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(City/State/Zip/Phone #)

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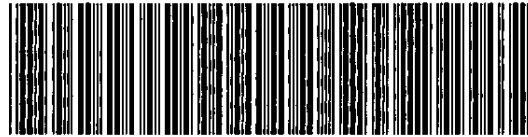
(Business Entity Name)

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SECRETARY OF STATE  
FALLS CHURCH, VIRGINIA

1 JUN 6 2011

**JOSEPH L. BOLES, JR.**

Attorney at Law

19 Riberia Street  
St. Augustine, Florida 32084

Voice: (904) 824-4278  
Telefax: (904) 826-0937

June 1, 2011

Division of Corporations  
Department of State  
PO Box 6327  
Tallahassee, FL 32031

RE: St. Augustine Civil Rights Foundation, Inc.

Dear Sir/Madam:

Please find enclosed the original and one (1) copy of the Articles of Incorporation for the above-named proposed Florida not-for-profit corporation. Additionally, please find enclosed a check in the amount of \$70.00 representing payment of same.

Please file the enclosed Articles of Incorporation and return a copy to our office.

Thank you for your courtesies in this matter.

Sincerely,



Kristi Robertson  
Assistant to Mr. Boles

/kwr  
enclosures

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

**THE UNDERSIGNED**, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify:

**ARTICLE I:       NAME**

The name of the Corporation shall be **ST. AUGUSTINE CIVIL RIGHTS FOUNDATION, INC.**

**ARTICLE II:       PRINCIPAL OFFICE**

The place in this state where the principal office of the Corporation is to be located is 19 Riberia Street, the City of St. Augustine, St. Johns County.

**ARTICLE III:      PURPOSE**

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 exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**ARTICLE IV:       MANNER OF ELECTION**

The manner in which the directors are elected or appointed is by a majority vote.

**ARTICLE V:        INITIAL DIRECTORS/OFFICERS**

The names and addresses of the persons who are the initial officers/directors of the corporation as follows:

**Joseph L. Boles, Jr.**  
**19 Riberia Street**  
**St. Augustine, FL 32084**

**Father Thomas Willis**  
**35 Treasury Street**  
**St. Augustine, FL 32084**

**J.T. Johnson**  
**950 Burnt Hickory Drive SW**  
**Atlanta, GA 30311**

**ARTICLE VI:       INITIAL REGISTERED AGENT**

The name and Florida street address of the registered agent is **JOSEPH L. BOLES, JR., 19 Riberia Street, St. Augustine, FL 32084.**

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FLORIDA  
TALLAHASSEE, FL 32399

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**ARTICLE VII: CORPORATE ACTIVITIES**


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 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 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.

**ARTICLE VIII: CORPORATE ASSETS**

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.

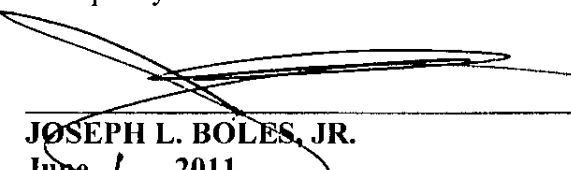
IN WITNESS WHEREOF, we have hereunto subscribed our names this 1 day of June, 2011.

  
FATHER THOMAS WILLIS  
DIRECTOR

  
JOSEPH L. BOLES, JR.  
DIRECTOR

  
J.T. JOHNSON  
DIRECTOR

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.

  
JOSEPH L. BOLES, JR.  
June 1, 2011

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CLERK OF STATE  
TALLAHASSEE, FLORIDA