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FLORIDA PROFIT/NON PROFIT CORPORATION
GCKH Future Fund, Inc.

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ARTICLES OF INCORPORATION

OF

GCKH FUTURE FUND, INC.

(A Corporation Not-For-Profit)

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, desiring to form a corporation pursuant to the Florida Not For Profit Corporation Act, do hereby make, subscribe and acknowledge this certificate, constituting Articles of Incorporation, as follows:

1. Name and Address: The name of the corporation shall be GCKH FUTURE FUND, INC. (the "Corporation"). The address of its principal office and mailing address is 3401 N. 12th Avenue, Pensacola, Florida 32503.

2. Incorporator: The name and address of the Incorporator is as follows:

Stacey Kostevicki
3401 N. 12th Avenue
Pensacola, FL 32503

3. Officers: The officers of the Corporation who shall manage the affairs of the Corporation, subject to the direction of the Board of Directors, shall be a President, one or more Vice Presidents, as may be determined by the Board of Directors from time to time, a Secretary, and a Treasurer. The offices of Secretary and Treasurer may be held by the same person.

4. Purpose: The purposes for which this Corporation is organized are:

A. The Corporation is organized as a §509(a)(3) supporting organization under the Internal Revenue Code of 1986, as amended, exclusively incorporated for the management of an endowment fund and contributions made to such fund, at all times to be held for the benefit of Gulf Coast Kids House, Inc. ("GCKH"), a Florida not for profit corporation that does qualify as an exempt organization under §501(c)(3) of the Internal Revenue Code of 1986, as amended, and also for the making of distributions as determined by the Corporation's Board of Directors, which said contributions shall only be made to or on behalf of GCKH, or any successor organization to GCKH, provided such successor will be an "exempt organization" within the meaning of the Internal Revenue Code of 1986, as amended. More specifically, the Corporation, on behalf of GCKH, shall receive and administer monies or properties in the fund; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the principal and income therefrom for any of the purposes contain herein, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal or mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them; to receive, take title to, hold, and use the proceeds and

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income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Florida Not For Profit Corporation Act for charitable purposes can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes and GCKH.

B. To operate exclusively in any manner for such charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws.

C. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers earlier set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes of any part or parts thereof, provided the same are not inconsistent with the laws under which this Corporation is organized.

5. Earnings and Activities of Corporation:

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, 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 4 hereof.

B. No substantial part of the activities of the Corporation shall be the carrying on or propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provisions 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, as amended, or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law).

D. Notwithstanding any other provisions of these Articles, this Corporation shall not, except to any insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

6. Distribution of Assets: Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner to GCKH or its successor, as long as a successor qualifies as an exempt organization as described above; and failing that, to such organization or organizations organized and operated exclusively for charitable purposes similar to those of GCKH, as shall at any time qualify as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to

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such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

7. Declaration of Assets: The property of this Corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

8. Capital Stock: The Corporation shall have no capital stock and shall not be authorized to issue capital stock.

9. Members: The Corporation shall not have any members.

10. Liability: None of the directors or officers of this Corporation shall be personally liable for its debts, liabilities or obligations.

11. Initial Board of Directors: The general management of the Corporation shall be managed by a Board of Directors, the number of members of which shall be five (5) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than three (3). The names of the initial directors of this Corporation who shall act until their successors are duly chosen and qualified are as follows:

Richard McAlpin, Chair
Roger Webb
Pam Schwartz
Rick Lambert
Marvin Beasley

12. Election of Officers and Directors: The officers and directors shall be elected and shall govern in accordance with the provisions of the by-laws. The Corporation may by its bylaws make any other provisions or requirements for the arrangement or conduct of business of the Corporation, provided the same be not inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Florida.

13. Indemnification: This Corporation shall indemnify its directors and officers, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Florida Not For Profit Corporation Act from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by such acts, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any by-law, agreement, vote of disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, executors, personal representatives and administrators of such a person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

14. Initial Registered Office and Registered Agent: The street address of the initial registered office of this Corporation is 3401 N. 12th Avenue, Pensacola, FL 32503, and the name of the initial registered agent of this Corporation at the address is Stacey Kostevicki.

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

THE UNDERSIGNED, HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR GCKH FUTURE FUND, INC., A FLORIDA NOT FOR PROFIT CORPORATION (THE "CORPORATION"), IN THE FOREGOING ARTICLES OF INCORPORATION, AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION OF THE CORPORATION, HEREBY ACCEPTS THE APPOINTMENT AS SUCH REGISTERED AGENT, ON BEHALF OF THE CORPORATION, AND ACKNOWLEDGES THAT HE IS FAMILIAR WITH, AND AGREES TO ACCEPT THE OBLIGATIONS AND RESPONSIBILITIES IMPOSED UPON REGISTERED AGENTS FOR THE CORPORATION AND FURTHER AGREES TO COMPLY WITH ALL THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND TO ACCEPT THE DUTIES AND OBLIGATIONS OF THE FLORIDA STATUTES.

Date: 6-27-11


Stacey Kostevicki, Registered Agent

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IN WITNESS WHEREOF, for the purpose of forming this not-for-profit corporation
under the laws of the State of Florida, I have executed these articles of incorporation, this 27 day of
June, 2011.


Stacy Kostevick, Incorporator

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