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(Requestor's Name)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

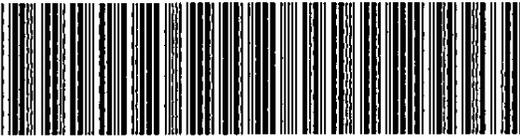
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Special Instructions to Filing Officer:

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W12000040230



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12 JUL 30 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Effective Date 07/31/2012

MD 8/16

COVER LETTER

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

SUBJECT: Our Libraries You Choose, 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: William D. Brinton
Name (Printed or typed)

1301 Riverplace Blvd., Suite 1500
Address

Jacksonville, FL 32207-
City, State & Zip

904-346-5537
Daytime Telephone number

wbrinton@rtlaw.com
E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 31, 2012

WILLIAM D. BRINTON
1301 RIVERPLACE BLVD.
SUITE 1500
JACKSONVILLE, FL 32207

SUBJECT: OUR LIBRARIES YOU CHOOSE, INC.
Ref. Number: W12000040230

We have received your document for OUR LIBRARIES YOU CHOOSE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 312A00020045



ATTORNEYS AT LAW

William D. Brinton

904 . 346 . 5537
WBrinton@rtlaw.com

1301 Riverplace Boulevard • Suite 1500
Jacksonville, Florida 32207

904 . 398 . 3911 Main
904 . 396 . 0663 Fax
www.rtlaw.com

August 7, 2012

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

FILED
12 JUL 30 PM 2:31
TALLAHASSEE, FLORIDA
CLERK OF THE STATE

**Re: Our Libraries You Choose, Inc.
Ref Number: W12000040230**

Dear Claretha:

Please accept our attached corrected Articles of Incorporation with the following changes:

The registered agent and street address is consistent wherever it appears in the document.

Thank you for your assistance.

Very truly yours,

William D. Brinton

Enclosures

WDB/ap3

Effective Date 07/31/2012

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
of
Our Libraries You Choose, Inc.**

A General Not For Profit Corporation

We, the undersigned, being natural persons of the age of eighteen (18) years or more and citizens of the United States, for the purpose of forming a corporation under the "General Not For Profit Corporation Law" of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME.

The name of the corporation is Our Libraries You Choose, Inc.

ARTICLE II. ADDRESS.

The principal place of business and initial mailing address of the corporation is 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207-9000.

ARTICLE III. PURPOSES.

The specific purposes for which this corporation is formed is to promote social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code (a) through efforts that promote year-round education to children and residents of all ages and resources to the business community through a robust public library system in Duval County, Florida, (b) through efforts that encourage the establishment of a successful and stable public library system in Duval County, Florida, (c) through efforts that encourage the opportunity of voters to have a choice in the establishment of an independent library taxing district for Duval County, Florida that will allow for long term business decisions and funding solutions, better fiscal control through stable and more reliable funding, and potential savings through long term planning, (d) through efforts that provide opportunities for voters to express their wishes through straw ballot and other public referenda that are associated with the improvement of public libraries in Duval County, Florida. In addition, this corporation's general purposes shall include any other activity that will qualify this corporation as an exempt organization under Section 501(c)(4) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code. This corporation shall not directly or indirectly participate or intervene in political campaigns on behalf of, or in opposition to, any candidate for public office.

This corporation shall have the power to anything, perform any act, and exercise any right and any power now hereafter conferred by the laws of the State of Florida upon a general not for profit corporation organized under the laws of the State of Florida, and in general, to carry on any of the activities herein set forth to the same extent and as fully as a natural person might or could do. However, nothing set forth in these Articles shall be construed as authorizing the corporation to possess any purpose, object, or power to do anything forbidden by law to a not-for-profit corporation organized under the laws of the State of Florida or to engage in activity not approved by Section 501(e)(4) of the Internal Revenue Code, including any substitute or

successor section. The corporation shall not possess or exercise any power or authority, either expressly, by interpretation or by operation of law, which will prevent it from at any time qualifying and continuing to qualify as a corporation described in Section 501(0(4) of the Internal Revenue Code, including any substitute or successor section.

ARTICLE IV. ELECTION OF DIRECTORS.

The manner of election of directors will be according to the bylaws.

ARTICLE V. INITIAL DIRECTORS/OFFICERS.

The initial directors and officers upon incorporation shall be as follows:

Audrey L. Gibson (Director, Chair)
1038-5 Dunn Avenue, #46
Jacksonville, Florida 32218-6537

Tatiana R. Salvador (Director, Treasurer)
944 Alhambra Drive S.
Jacksonville, Florida 32207-6010

Helene S. Kamps-Stewart (Director, Assistant Treasurer)
1092 Ingleside Avenue
Jacksonville, Florida 32205-5269

Melissa Woods Jackson (Director, Secretary)
4615 French Street
Jacksonville, Florida 32205-5022

William E. Scheu (Director, Vice Chair)
2970 St. Johns Avenue, Unit 8-G
Jacksonville, Florida 32205-8729

ARTICLE VI. INITIAL REGISTERED AGENT.

The name and street address of the corporation's initial Registered Agent is William D. Brinton, 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207-9000.

ARTICLE VII. INCORPORATORS.

The name and street address the corporation's incorporators are as set forth below, and their signatures follows at the end of these articles of incorporation:

Audrey L. Gibson
1038-5 Dunn Avenue, #46
Jacksonville, Florida 32218-6537

Melissa Woods Jackson
4615 French Street
Jacksonville, Florida 32205-5022

Helene S. Kamps-Stewart
1092 Ingleside Avenue
Jacksonville, Florida 32205-5269

ARTICLE VIII. DEDICATION OF ASSETS; INUREMENT OF INCOME:

The property of this corporation, including any net earnings, is irrevocably devoted only to charitable, educational or recreational purposes. No part of the corporation's net earnings shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons or entities, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to reimburse individuals for amounts expended by them in furtherance of the purposes set forth in Article 5 hereof.

ARTICLE IX. DISSOLUTION; DISTRIBUTION OF ASSETS:

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, scientific, or social welfare purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) or Section 501(c)(4) of the Internal Revenue Code (including any substitute or successor section), as the Board of Directors may determine. Any asset not so disposed of shall be 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 organizations, as the court shall determine, which are organized and operating exclusively for such purposes.

ARTICLE X. BYLAWS.

Subject to the limitations contained in the Bylaws, and any limitations set forth in the General Not For Profit Corporation Law of the State of Florida concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted by a resolution of the Board of Directors.

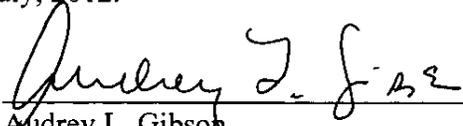
ARTICLE XI. ARTICLES OF AMENDMENT.

These Articles of Incorporation may be amended from time to time by majority vote of the Board of Directors then serving.

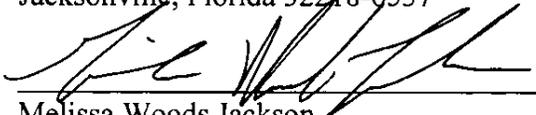
ARTICLE XII. EFFECTIVE DATE.

Pursuant to Section 617.0203(1), Florida Statutes, and unless otherwise required by applicable law, the effective date of incorporation and the date on which the corporate existence begins is on July 31, 2012.

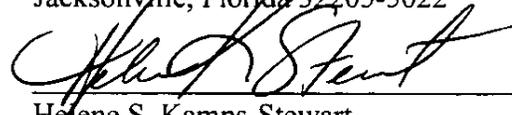
IN WITNESS WHEREOF, we have hereunto set our hands as incorporators of Our Libraries You Choose, Inc. this 27th day of July, 2012.



Audrey L. Gibson
1038-5 Dunn Avenue, #46
Jacksonville, Florida 32218-6537



Melissa Woods Jackson
4615 French Street
Jacksonville, Florida 32205-5022



Helene S. Kamps-Stewart
1092 Ingleside Avenue
Jacksonville, Florida 32205-5269

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CLERK OF STATE
TALLAHASSEE, FLORIDA

DESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of with Sections 48.091 and 607.0501, Florida Statutes, the named corporation, desiring to organize under the laws of the State of Florida, with its principal place of business in Jacksonville, Florida, has named William D. Brinton, located at Rogers Towers, P.A., 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207-9000 as its agent to accept service of process within Florida.

OUR LIBRARIES YOU CHOOSE, INC.

By: Audrey L. Gibson
Audrey L. Gibson, Incorporator/Chair
Dated: July 27, 2012

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12 JUL 30 PM 2:31
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE AS REGISTERED AGENT

Having been named 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 of registered agent and agree to act in this capacity.

William D. Brinton
William D. Brinton, Registered Agent
Dated: July 27, 2012

AFFIRMATION OF INCORPORATOR

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, F.S.

Audrey L. Gibson
Audrey L. Gibson, Incorporator/Chair
Dated: July 27, 2012

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

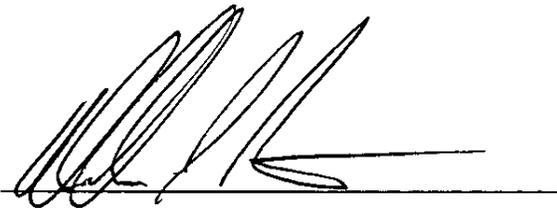
1. The name of the corporation is: Our Libraries You Choose, Inc.

2. The name and address of the registered agent and office is:

William D. Brinton
1301 Riverplace Blvd., Suite 1500
Jacksonville, FL 32207-9000

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12 JUL 30 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



William D. Brinton