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Office Use Only



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COVER LETTER

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

| UBJECT: | (PROPOSED CORPORA | TE NAME – <u>MUST INCLUI</u> | DE SUFFIX) |
|-------------------------|--|-------------------------------------|--|
| | · · · · · · · · · · · · · · · · · · · | • | |
| | | | |
| nclosed is an original | and one (1) copy of the Ar | ticles 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 CO | |
| FROM | Jackson Sigler Name (| IIIIA Printed of typed) | |
| | 836 Santa Rosa Dr. | , | • |
| | | Address | _ |
| | Tallahassee, FL 3230 | | _ |
| | City, 850-402-8975 | State & Zip | |
| | Daytime T | elephone number | _ |
| | | | |

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

ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S., ((Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

The Massena Society, Inc.

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|---|-------------------------------|-------------------------------|
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| | Mailing address, if different | Mailing address, if different |

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Said corporation is organized exclusively for charitable and educational purposes including, but not limited to, sponsorship of conference panels, provision of travel grants, and provision of a forum for the interaction between established scholars and graduate students to further the study of the history of the French Revolution and Napoleonic eras. For such purposes, the corporation may also make distributions to other organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV PROHIBITED 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 Third 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

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, 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 V MANNER OF ELECTION The manner in which the directors are elected and appointed:

In the event of expiration of term or other reason for vacancy, new directors will be appointed by majority vote of currently serving directors.

ARTICLE VI INITIAL OFFICERS AND/OR DIRECTORS

| Name and Title | Donald D. Horward | Name and Title | Victor A. Massena |
|----------------|---------------------------|----------------|-------------------------|
| Address | 2101 Great Oak Dr. | Address | 4 , av. Sully Prudhomme |
| | Tallahassee, FL 32303 | | 75007, Paris, France |
| | | | 発力 る |
| | | | |
| | | | Sign was |
| Name and Title | Mark A. Gerges | Name and Title | Samuel E. Vichness |
| Address | 503 Marshall St. | Address | 620 Broadway, Apt. 4F |
| | Ft. Leavenworth, KS 66048 | | New York, NY 10012-2616 |
| | | | |
| | | | |
| Name and Title | Kyle Eidahl | Name and Title | Jackson L. Sigler |
| Address | 2012 Lee Ave. | Address | 836 Santa Rosa Dr. |
| | Tallahassee, FL 32308 | | Tallahassee, FL 32301 |
| | | | |

ARTICLE VII DISSOLUTION OF THE CORPORATION

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.

ARTICLE VIII REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

| Name: | Jackson Sigler | |
|----------------|--------------------------------|--|
| Address: | 836 Santa Rosa Dr. | |
| | Tallahassee, FL 32301 | |
| | | |
| ARTICLE IX | INCORPORATOR | |
| The name and a | ddress of the Incorporator is: | |
| Name: | Jackson Sigler | |
| Address: | 836 Santa Rosa Dr. | |
| | Tallahassee, FL 32301 | |

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

Required Signature of Registered Agent

Date

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 s.817.155, F.S.

Required Signature of Registered Agent

Date

ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S., ((Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

The Massena Society, Inc.

ARTICLE II PRINCIPAL OFFICE

| Principal street address | Mailing address, if different |
|--------------------------|--|
| 2101 Great Oak Dr. | 는 보다 |
| Tallahassee, FL 32303 | 200 |
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| | |

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ARTICLE IV PROHIBITED 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 Third 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

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, 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.

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In the event of expiration of term or other reason for vacancy, new directors will be appointed by majority vote of currently serving directors.

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| Name and Title | Donald D. Horward | Name and Title | Victor A. Massena |
|----------------|---------------------------|----------------|-------------------------|
| Address | 2101 Great Oak Dr. | Address | 4 , av. Sully Prudhomme |
| | Tallahassee, FL 32303 | | 75007, Paris, France |
| | | | 285 AFR |
| Name and Title | Mark A. Gerges | Name and Title | Samuel E. Vichness |
| Address | 503 Marshall St. | Address | 620 Broadway, Apt. 4F |
| | Ft. Leavenworth, KS 66048 | | New York, NY 10012-2616 |
| | | | |
| Name and Title | Kyle Eidahl | Name and Title | Jackson L. Sigler |
| Address | 2012 Lee Ave. | Address | 836 Santa Rosa Dr. |
| | Tallahassee, FL 32308 | | Tallahassee, FL 32301 |
| | | | |

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| Name: | Jackson Sigler | |
|--|-----------------------|--|
| Address: | 836 Santa Rosa Dr. | |
| | Tallahassee, FL 32301 | |
| | | |
| ARTICLE IX | INCORPORATOR | |
| The name and address of the Incorporator is: | | |
| Name: | Jackson Sigler | |

Address:

836 Santa Rosa Dr.

Tallahassee, FL 32301

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Required Signature of Registered Agent Date

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 s.817.155, F.S.

Required Signature of Registered Agent

Agr. 18 2013