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SECRETARY OF STATE

LAW OFFICES

# WALTER S. MILLSAPS

2850 ISABELLA BOULEVARD, SUITE 10 JACKSONVILLE BEACH, FLORIDA 32250

E-MAIL: WSM@MillsapsLaw.com

TELEPHONE (904) 246-1228 TELECOPIER (904) 246-1229

August 9, 2013

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, Florida 32301

Re: Fletcher Middle School Band Boosters, Inc.

Dear Sir or Madam:

Enclosed is an original and one copy of articles of incorporation (with designation and acceptance of registered agent) for Fletcher Middle School Band Boosters, Inc., a not-for-profit corporation. Please file these articles and return a file-stamped copy in the return envelope provided. A check for the \$70 filing fees is also enclosed.

If you have any questions, please contact me at the number above. Thank you.

Very truly yours,

Walter S. Millsaps

Enclosures /wsm 28843

# ARTICLES OF INCORPORATION

FILED

OF

13 AUG 19 AM 9: 07

FLETCHER MIDDLE SCHOOL BAND BOOSTERS, INC. SECRETARY OF STATE TALLAHASSEE, FLORIDA

(a not-for-profit corporation)

# ARTICLE I-NAME

The name of this Corporation is Fletcher Middle School Band Boosters, Inc.

# ARTICLE II-INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation and its mailing address is  $2000\ 3^{rd}$  Street North, Jacksonville Beach, Florida 32250.

## ARTICLE III-COMMENCEMENT AND DURATION

The commencement of this corporation's existence shall be at the time of the filing of these articles of incorporation by the Secretary of State of the State of Florida. This Corporation shall have perpetual existence.

# ARTICLE IV-PURPOSE

This Corporation is organized exclusively for charitable, religious, educational and scientific purposes. No part of the income or assets of the corporation shall be distributed

to, or inure to the benefit of any member, officer, director, trustee or other private persons.

## ARTICLE V-POWERS

This corporation may do and perform all such acts and things, including those generally allowed by the laws of the State of Florida relative to non-profit corporations, as now existing, or as the law may hereinafter provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate functions, powers and rights. However, this corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purpose for which it has been organized as described in the applicable sections of the Internal Revenue Code.

# ARTICLE VI-MEMBERSHIP

Any person who agrees to be bound by these articles of incorporation, the bylaws or any rules and regulations which the board of directors may from time to time adopt, is eligible and qualified for membership in this corporation. The bylaws may provide the board of directors further discretionary power relating to the admission of members.

# ARTICLE VII-MANAGEMENT

The powers of this corporation shall be exercised, its properties controlled, and its affairs and business conducted and managed by the board of directors. Any action required or permitted to be taken by the board of directors, under any provision of law, may be taken without a meeting if all of the directors shall individually or collectively consent in writing to such action. Any such action by written consent shall have the same force and effect as if taken by unanimous vote of the board of directors.

# ARTICLE VIII-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 3546 Seafoam Lane, Jacksonville Beach Florida 32250, and the name of its initial registered agent at such address is Christina Ossi-Orr.

# ARTICLE IX-INITIAL BOARD OF DIRECTORS AND OFFICERS

The number of directors constituting the initial Board of Directors of this Corporation shall be seven (7), and the names and addresses of the persons who are to serve as the initial directors and officers are as follows:

1. Terri Wall, Director and Co-President, 2291

The Woods Drive East, Jacksonville, Florida 32246;

- Christina Ossi-Orr, Director and Co-President,
   Seafoam Lane, Jacksonville Beach, Florida 32250;
- 3. Ivy Wolfe, **Director**, 225 Bowles Street, Neptune Beach, Florida 32266;
- 4. Brandon Orr, **Director**, 3546 Seafoam Lane, Jacksonville Beach, Florida 32250;
- 5. Elizabeth McIntyr, **Director**, 1420 Neptune Grove East, Neptune Beach, Florida 32266;
- 6. Cindy Packevicz, **Director and Secretary**, 115

  Davis Street, Neptune Beach, Florida 32266; and
- 7. Bobbie Hutchins-Hesla, **Director and Treasurer**, 13300 Atlantic Boulevard, Apt. 2121, Jacksonville, Florida 32225.

The directors of this corporation must, at all times, be members of this corporation. Only a member of this corporation may serve as a director of this corporation. The directors shall be elected annually by this corporation's members. The manner of election of directors shall be specified in the bylaws. The directors named herein, comprising the initial board of directors, shall hold office until their successors are duly qualified.

## ARTICLE X-DISSOLUTION

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 XI-INCORPORATOR

The name and address of the incorporator is Walter S. Millsaps, Esq., 2850 Isabella Boulevard, Suite 10, Jacksonville Beach, Florida 32250.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27th day of August, 2013.

Walter S. Millsaps

# Acknowledgment

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

STATE OF FLORIDA )

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this  $2^{n}$  day of August, 2013, by Walter S. Millsaps. He is personally known to me and did not take an oath.

AMY M LAVECK
MY COMMISSION # DD998586
EXPIRES June 07, 2014
FloridaNolaryService.com

Notary Public, State of Florida

Name: Amy Laveck

My Commission date:

My Commission expires:

### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Christina Ossi-Orr hereby agrees to act in this capacity, and Christina Ossi-Orr further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his/her duties.

Signature

AUGUST 9, 2013

Date

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this  $97^{\circ}$  day of August, 2013, by Christina Ossi-Orr, who is personally known to me.

Name:

My Commission date

My Commission expires