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DIVISION OF CORPORATIONS

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Page 1 of 1

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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**FCCU Foundation, Inc.**

Certificate of Status	0
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# 2/ 6

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

**ARTICLE I NAME**

The name of the corporation shall be: FCCU Foundation, Inc.

**ARTICLE II PRINCIPAL OFFICE**

Principal street address:

Mailing address, if different is:

2073 Summit Lake Drive

Tallahassee, FL 32317

**ARTICLE III PURPOSE**

This purpose for which the corporation is organized is: charitable foundation

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed:

appointed by directors, in part, and elected by members, in part.

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title:

Name and Title:

Address:

Address:

Name and Title:

Name and Title:

Address:

Address:

Name and Title:

Name and Title:

Address:

Address:

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# 3/ 6

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Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

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

Name: Andrew T. Price

Address: 2073 Summit Lake Drive  
Tallahassee, FL 32317

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: Andrew T. Price

Address: 2073 Summit Lake Drive  
Tallahassee, FL 32317

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

9-12-12  
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.817.133, F.S.

  
Required Signature of Incorporator

9-12-13  
Date

**ADDENDUM TO THE  
ARTICLES OF INCORPORATION  
FCCU FOUNDATION, INC.  
A Non-Profit Corporation**

**I. Purposes and Powers**

The purposes for which this Association is formed are:

- a. Said organization 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.
- b. In accordance with Florida law, to enter into and perform activities in its own name. However, no member or contributor to this Association shall be individually or personally liable for the debts or liabilities incurred by the Association unless it is purposely assumed in writing. Furthermore, there is no presumption or inference that any member of this Association has consented or agreed to incur any obligation of this Association from the mere fact of becoming or remaining a member or by signing its By-Laws.
- c. To enter into transactions only as authorized by Florida law.
- d. To receive such funds, in trust or otherwise, as can legally and properly be used for the purposes of this Association.
- e. To adopt, amend or repeal By-Laws provided herein, provided, however that the initial By-Laws of this Association may be adopted by the written consent of a majority of the Directors named in these Articles.
- f. To sue and be sued in its own name.
- g. To have and to exercise all other rights and powers now conferred, or which may hereafter be conferred on such associations by law, or which do not contravene the law or public policy of the State of Florida or of the United States of America.
- h. The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers in each paragraph shall, except where otherwise expressed, not be limited or restricted by reference to or inference from the terms or provisions of any other paragraph, but shall be regarded as independent purposes and powers.

- i. Notwithstanding any of the foregoing provisions, this Association shall not, except in an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary non-profit purposes of this Association as set forth in Paragraph (a) of this Article I.

## II. Governing Body

- a. The powers of this Association shall be exercised, its property controlled, and its affairs conducted by a Board of Directors; provided, however that said Directors shall not incur any liability on behalf of the Association in excess of \$5,000 without the prior approval of a majority of the members of the Board.
- b. The number of Directors will be determined by the Association Board that is not less than three (3) and not greater than (9). Directors must be members of the Foundation in good standing.
- c. The qualifications, the time and manner of electing, the terms of office, the duties and compensation, if any, and the manner of removing Directors and of filling vacancies shall be as set forth in the By-Laws of this Association.

## III. Members

- a. The qualifications for membership in this Association, the different classes of membership, if any, the voting and other rights and privileges of members, and their responsibility for dues and contributions, and the method of collection, shall be as stated in the By-Laws.
- b. If the voting or other rights or interests, or any of them, be unequal, the By-Laws shall set forth the rule or rules by which the voting or other rights or interests of each member or class of members are fixed and determined.
- c. No member shall have any interest in property held by the Association, regardless of the time or manner in which said property is acquired except as provided in Article V of these Articles or in any provision of the By-Laws respecting termination of a member's interest.

## IV. Dissolution

This Association shall be dissolved and its affairs wound up by vote or written consent of two-thirds of its board and not otherwise.

#### **V. Dedication of Assets and Distribution on Dissolution**

- a. This Association is not organized, nor shall it be operated, for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits or dividends to the members thereof, and is organized solely for non-profit purposes.
- b. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this documents, the organization shall not carry on any other purpose not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future Federal tax code.
- c. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

#### **VI. Limitation on Political Activities**

None of the activities of this Association shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, nor shall this Association participate or intervene in any political campaign, including the publication or distribution of statements on behalf of or in opposition to any political candidate for public office.