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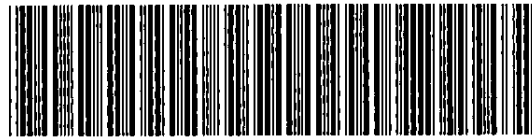
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AUSLEY & McMULLEN

ATTORNEYS AND COUNSELORS AT LAW

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Writer's Direct Line: (850) 425-5457

November 12, 2013

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
2661 Executive Center Circle West
Tallahassee, Florida 32301

VIA HAND DELIVERY

Re: **Sunny Dell Cemetery, Inc.**

Dear Madam/Sir:

Enclosed for filing are the original and one copy of the Articles of Incorporation and Designation of Registered Agent for the above-referenced not-for-profit corporation. Also enclosed is our check in the amount of:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of Status

☒ \$78.75
Filing Fee &
Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy &
Certificate of Status

Please do not hesitate to call me at (850) 425-5457 if you have any questions. We will have our messenger return to pick up the certified copy and the certificate of filing. We would appreciate your including the following email address in your records for purposes of annual report notification and other notices provided by your office:

Tiller.MaryAlice@ccbg.com

Thank you in advance for your usual assistance in these matters.

Sincerely,


Donna Marie Walters, FRP
Florida Registered Paralegal

/dmw

Enclosures

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**ARTICLES OF INCORPORATION
OF
SUNNY DELL CEMETERY, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Incorporation are hereby made and acknowledged by the undersigned, a majority of whom are citizens of the United States, who desire to form a not-for-profit corporation under the Florida Not For Profit Corporation Act (Chapter 617, Florida Statutes) and does hereby certify:

**Article 1.
Name and Principal Office**

The name of this Corporation shall be **SUNNY DELL CEMETERY, INC.** The principal place of business and mailing address of the Corporation shall be:

815 Sunset Drive
Quincy, Florida 32351-1647

**Article 2.
Corporate Purposes**

The Corporation shall be a nonprofit organization formed and operated exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, including the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3). The primary purpose for which this Corporation is formed is the use, preservation, and maintenance of the Sunny Dell Cemetery in Gadsden County, Florida.

**Article 3.
Powers**

The Corporation shall have and exercise all powers accorded not-for-profit corporations under the laws of the State of Florida that are not in conflict with the Corporation's exempt purposes as provided in Article 2 above. Specifically, no part of the assets or the net earnings of the Corporation shall inure to the benefit of or be distributable to any officer, director, or any other person, 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 2 above. No substantial part of the activities of the Corporation shall be dedicated to attempting to influence legislation by propaganda or otherwise. The Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a

corporation exempt from federal income tax pursuant to Section 501(c)(3) of the Internal Revenue Code and to which deductible contributions may be made under Sections 170, 2055, or 2522 of the Internal Revenue Code, as applicable.

Article 4.
Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

Article 5.
Initial Board of Directors; Manner of Election

5.01. The powers of the Corporation shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, a Board of Directors, the number of which may be either increased or decreased from time to time as regulated by the Bylaws but shall consist of not fewer than three (3). The manner and method of election of the Board of Directors shall be as stated in the Bylaws of the Corporation. Where not inconsistent with Chapter 617, Florida Statutes, and the express provisions of these Articles of Incorporation, the Board of Directors shall have all the rights, powers, and privileges prescribed by law of directors of corporations for profit.

5.02. The initial Board of Directors of the Corporation shall consist of three (3) members, as set forth below, who shall hold office for such terms as provided in the Bylaws of the Corporation and until their successors have been elected and qualified or until their earlier resignation, removal from office, inability to act, or death:

Susan I. Bassett
P.O. Box 912
Apalachicola, Florida 32329-0912

David E. Watson
3403 Solomon Dairy Road
Quincy, Florida 32352-6863

Mary Alice Tiller
815 Sunset Drive
Quincy, Florida 32351-1647

**Article 6.
Registered Agent and Registered Office**

The name and Florida street address of the initial registered agent in Florida of the Corporation are:

Mary Alice Tiller
815 Sunset Drive
Quincy, Florida 32351-1647

Having been named as registered agent to accept service of process for the above-named corporation at the place designated in this document, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



MARY ALICE TILLER
Registered Agent

**Article 7.
Officers**

The Corporation shall have a president, a vice president, a secretary, and a treasurer and may have additional and assistant officers including, without limitation thereto, one or more vice-presidents, assistant secretaries, and assistant treasurers. A person may hold more than one office. The names and addresses of the initial officers are as follows:

President	Susan Bassett P.O. Box 912 Apalachicola, Florida 32329-0912
Vice President	David E. Watson 3403 Solomon Dairy Road Quincy, Florida 32352-6863
Secretary and Treasurer	Mary Alice Tiller 815 Sunset Drive Quincy, Florida 32351-1647

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**Article 8.
Incorporator**

The name and street address of the Incorporator of this Corporation are as follows:

James Harold Thompson
371 Luten Road
Quincy, Florida 32352-7116


**Article 9.
Amendment**

These Articles of Incorporation may be amended by the Board of Directors or as otherwise provided in the Corporation's Bylaws.

**Article 10.
Dissolution**

Upon dissolution, all of the Corporation's assets remaining after payment of all costs and expenses of such dissolution shall be distributed (i) for one or more exempt purposes to any organization that shall then be qualified for exemption under Section 501(c)(3) of the Internal Revenue Code and to which a contribution shall be permitted as a deduction under Sections 170, 2055, or 2522 as applicable, (ii) to the federal government, or (iii) to a state or local government for a public purpose. Any 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, as the said court shall determine, to one or more such organizations as have been organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12th day of November, 2013.



JAMES HAROLD THOMPSON
Incorporator