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Division of Corporations

P. 01

Page 1 of 2

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FLORIDA PROFIT/NON PROFIT CORPORATION  
ACEDS Jacksonville, Inc.

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**ARTICLES OF INCORPORATION  
OF  
ACEDS JACKSONVILLE, INC.**

The undersigned, acting as incorporator of a not-for-profit corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I-NAME**

The name of the corporation is ACEDS Jacksonville, Inc. (the "Corporation").

**ARTICLE II-PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The street address and the mailing address of the Corporation's principal office is 225 Water Street, Suite 1800, Jacksonville, Florida 32202, Attention: R. Christopher Dix.

**ARTICLE III-PURPOSES**

The specific purposes for which this Corporation is organized are:

(a) To exist and operate as a business league within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, as amended, (the "Code") and no part of the income or assets of this Corporation shall be distributed to, nor inure to the benefit of, any individual;

(b) To bring together attorneys, paralegals, and IT specialists to improve the practice of E-Discovery in Northeast Florida;

(c) To engage as an association of persons having common business interests, the purpose of which is to promote such common interests and not to engage in a regular business of a kind ordinarily carried on for profit;

(d) Solely for the above purposes, to exercise all rights and powers conferred by or imposed under the laws of the State of Florida and the Code upon not-for-profit corporations, including, but without limitation, to receive gifts, devises, bequests and contributions in any form, and to use, apply, invest and reinvest the principal or income therefrom or distribute the same for the purposes contemplated herein; and

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(e) To operate, participate in and manage any other programs or activities that are not prohibited by law and that do not conflict with the provisions of Section 501(c)(6) of the Code.

#### **ARTICLE IV-POWERS**

This Corporation shall have and exercise all powers of any corporation not for profit as the same now exist, or may hereafter exist under the laws of the State of Florida. No part of the assets, income or profits of this Corporation shall be distributable to, or inure to the benefit of, its members, directors or officers or any private individual, except that this Corporation shall be authorized and empowered to pay reasonable compensation to its employees for services rendered and to make payments and distributions in the furtherance of the purposes set forth herein. Notwithstanding any other provision hereof, this Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(6) of the Code.

#### **ARTICLE V-MEMBERS**

The classification, qualifications, voting rights and manner of admission of the members of this Corporation shall be regulated by the Bylaws.

#### **ARTICLE VI DIRECTORS AND THE MANNER OF ELECTION OF DIRECTORS**

The Board of Directors shall consist of at least three but no more than eleven members. The initial members of the Board of Directors shall serve until their successors are elected or their earlier resignation, death, or incapacity. Subsequently, Directors shall be elected in the manner prescribed in the Bylaws of this Corporation.

#### **ARTICLE VII-DISSOLUTION**

In the event of dissolution of this Corporation or the winding up its affairs, or other liquidation of its assets, this Corporation's property shall not be conveyed to any organization created or operated for profit or to any individual, and all assets remaining after the payment of the Corporation's debts shall be conveyed or distributed at the direction of the then Board of Directors of this Corporation to such other organization or organizations that are exempt from federal income tax under the Code.

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**ARTICLE VIII-AMENDMENT**

The Board of Directors of the Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by the Bylaws or Florida law.

**ARTICLE IX- INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name of the initial registered agent for the Corporation is R. Christopher Dix and initial registered agent's street address is 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

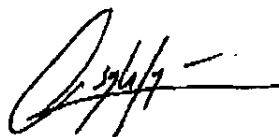
**ARTICLE X - INCORPORATOR**

The name of the incorporator for these Articles of Incorporation is Asghar A. Syed and the incorporator's street address is 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

**ARTICLE XI - INDEMNIFICATION**

Directors, officers, employees, incorporator and agents of the Corporation shall be indemnified to the full extent permitted by Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15th day of January, 2015.

By:   
Asghar A. Syed

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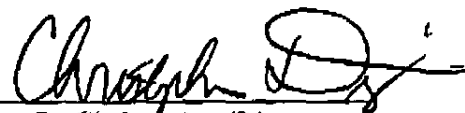
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0501, Florida Statutes, ACEDS Jacksonville, Inc., organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is ACEDS Jacksonville, Inc.
2. The name and address of the registered agent and office are R. Christopher Dix, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, R. CHRISTOPHER DIX HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. R. CHRISTOPHER DIX FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES, AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF HIS POSITION AS REGISTERED AGENT.

By:   
R. Christopher Dix

Date: January 15, 2015

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