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03/26/15--01012--003 **87.50

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15 APR -9 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/10/15

COVER LETTER
Articles of Incorporation: Not-for-Profit

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

Subject: **Ground Operations Development, Inc.** (Please note that Ground Operations Development, LLC was terminated prior to this filing in order to ensure the availability of the corporate name for this new not-for-profit corporation)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for: **\$87.50 - Filing Fee, Certified Copy and Certificate**

From: Ralph Benjamin Carroll
2355 Eagle Harbor Parkway
Fleming Island, FL 32003
(904) 509-3662
BCarroll@claysheriff.com

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15 APR -9 PM 4: 08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

15 APR -9 PM 4:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 30, 2015

RALPH BENJAMIN CARROLL
2355 EAGLE HARBOR PARKWAY
FLEMING ISLAND, FL 32003

SUBJECT: GROUND OPERATIONS DEVELOPMENT, INC.
Ref. Number: W15000021917

We have received your document for GROUND OPERATIONS DEVELOPMENT, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved business entity. The name of a voluntarily dissolved business entity is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved business entity provides the Department of State with an affidavit or letter, stating that they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 515A00006287

(950) 245-6052

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Cover Letter – Affidavit of No Intention of Revoking Dissolution
Articles of Incorporation: Not-for-Profit

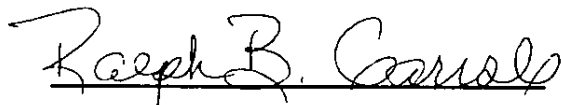
Department of State
Division of Corporations – New Filing Section
Attn: Ms. Clarethia Golden
Ref. Number: W15000021917
P.O. Box 6327
Tallahassee, FL 32314

FILED
15 APR -9 PM 4: 08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Subject: **Ground Operations Development, Inc.** (Please note that Ground Operations Development, LLC was terminated prior to this filing in order to ensure the availability of the corporate name for this new not-for-profit corporation). **Ground Operations Development, LLC (Dissolution filing document# L14000017462), has no intention of re-instating the dissolved entity; therefore, releasing the name for another companies use.**

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for: **\$87.50 - Filing Fee, Certified Copy and Certificate**

From: Ralph Benjamin Carroll
2355 Eagle Harbor Parkway
Fleming Island, FL 32003
(904) 509-3662
BCarroll@claysheriff.com



Ralph B. Carroll, Co-President
(904) 509-3662

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15 APR -9 PM 12: 40
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
GROUND OPERATIONS DEVELOPMENT, INC.**

FILED
15 APR -9 PM 4: 08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned Incorporator of Ground Operations Development, Inc. (the "Corporation"), a not-for-profit corporation, acting pursuant to Chapter 617, Florida Statutes (F.S), do hereby adopt the following Articles of Incorporation for the Corporation:

**ARTICLE I
NAME**

The name of the Corporation is Ground Operations Development, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The location and principal street address of the Corporation shall be 3740 Chasing Falls Road, Orange Park, Florida 32065. The mailing address of the Corporation is the same.

**ARTICLE III
PURPOSES**

The Corporation is organized and will be operated exclusively for charitable, scientific and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision or provisions of any subsequent federal tax code (the "Code"). Within the scope of the foregoing purposes and without limiting the generality of the foregoing, the Corporation is organized and will be operated to educate and train law enforcement agencies, military personnel, and military contractors with planning, response, deployment and recovery operations during critical incident response.

**ARTICLE IV
MANNER OF ELECTION**

The manner in which the directors are elected shall be provided for in the Corporation's bylaws.

**ARTICLE V
BOARD OF DIRECTORS**

The Corporation shall have no members, as such, but, in lieu thereof, shall have a Board of Directors, in which Board there shall be vested all the power and authority to supervise, control, direct and manage the property, affairs and activities of the Corporation. The number of directors shall from time to time be fixed by the Bylaws; provided, however, that the number of directors shall not at any time be less than three (3). The names and

addresses of those who are serving as directors at the time of the adoption of these Articles of Incorporation are as follows:

Ralph Benjamin Carroll	Shawn Raymond Marx	Antonio Rodriquez III
2355 Eagle Harbor Parkway	3740 Chasing Falls Road	453 South Aberdeenshire Dr.
Fleming Island, FL 32003	Orange Park, FL 32065	St. Johns, FL 32259

ARTICLE VI

REGISTERED AGENT

The name and Florida street address of the registered agent of the Corporation at the date of filing of these Articles of Incorporation is as follows: Shawn Raymond Marx; 3740 Chasing Falls Road, Orange Park, Florida 32065.

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator is as follows: Ralph Benjamin Carroll, 2355 Eagle Harbor Parkway, Fleming Island, Florida 32003.

ARTICLE VIII

NOT-FOR-PROFIT

Section 8.1 The Corporation is not organized for the pecuniary profit, nor shall it ever operate for the primary purpose of carrying on a business for profit. The Corporation shall not have any power to issue certificates of stock or declare dividends. The balance, if any, of all money and other assets received by the Corporation, after the payment in full of all debts and obligations of the Corporation of whatsoever kind and nature, shall be used and distributed exclusively for carrying out only the purposes of the Corporation as particularly set forth in Article III hereof.

Section 8.2 Notwithstanding any other provisions of these Articles of Incorporation or the Corporation's Bylaws, the Corporation shall neither have nor exercise any power nor shall it engage directly or indirectly in any activity that might invalidate its status (a) as a Corporation, which is exempt from federal income taxations as an organization described in Section 501 (c)(3) of the Code; or (b) as a Corporation contributions to which are deductible under Section 170 (c)(2) of the Code.

Section 8.3 No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for service rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

Section 8.4 No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall it in any manner or to any extent participate in, or intervene in (including the publishing or distributing of statements for any political campaign on behalf of any candidate of public office); nor shall the Corporation engage in any activities that are unlawful under applicable federal, state, or local laws.

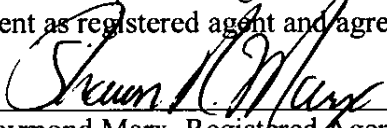
ARTICLE IX **DISSOLUTION**

In the event of the discontinuance of the Corporation by dissolution or otherwise, or in the event it shall cease to carry out the objects and purposes herein set forth, all of the business, property and assets of the Corporation shall be distributed pursuant to any donor-imposed restrictions that are in compliance with this Amendment of Articles of Incorporation and, in the case of unrestricted assets of the Corporation and in all other cases, as determined by the Directors of this Corporation in their sole discretion, and, notwithstanding any other provision of these Articles of Incorporation, in no event shall any of the Corporation's assets or property, in the event of dissolution, be distributed to any organization not qualified for tax exempt status under Section 501(c)(3) of the Code or to any person, either for the reimbursement of any sum subscribed, donated or contributed by such person to the Corporation or for any other purpose.

ARTICLE X **AMENDMENT OF ARTICLES OF INCORPORATION**

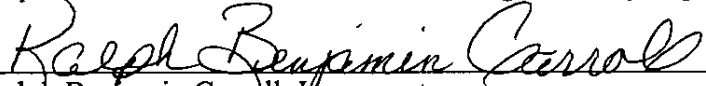
These Articles of Incorporation may be altered or amended in whole or part by the affirmative vote of a majority of the Directors of the Corporation in office.

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.


Shawn Raymond Marx, Registered Agent
3740 Chasing Falls Road
Orange Park, FL 32065

3.20.15
Date

IN WITNESS WHEREOF, 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.


Ralph Benjamin Carroll, Incorporator
2355 Eagle Harbor Parkway
Fleming Island, FL 32003

3.20.15
Date

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15 APR -9 PM 4:08
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA