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15 DEC 17 PM 2:35

WLB-76950

WLB 12/18

## COVER LETTER

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

SUBJECT: Student Investment Club, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Samuel A. Mallory  
Name (Printed or typed)

1836 Highland Drive  
Address

Fernandina Beach, FL 32034  
City, State & Zip

(904) 583-0565  
Daytime Telephone number

sammallory@bellsouth.net  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 30, 2015

SAMUEL A. MALLORY  
1836 HIGHLAND DRIVE  
FERNANDINA BEACH, FL 32034

SUBJECT: STUDENT INVESTMENT CLUB, INC.  
Ref. Number: W15000076950

We have received your document for STUDENT INVESTMENT CLUB, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

The registered agent must have a Florida street address. A post office box is not acceptable.

The title(s) in the officer/director field(s) is/are not acceptable. Please refer to the following link for acceptable officer/director title information.  
<http://www.sunbiz.org/titledef.html>.

List one (1) street address for the INCORPORATOR.,

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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.

Maryanne Dickey  
Regulatory Specialist II  
New Filing Section

Letter Number: 715A00024904

12/14/15

Dept. of State,

Enclosed is the corrected original and one copy of the Articles of Incorporation. I have included the letter detailing the required changes. In addition, the "Certificate Designating Registered Agent" form has also been included.

Best,

Samuel Mallory

**ARTICLES OF INCORPORATION  
OF  
STUDENT INVESTMENT CLUB, INC.**

15 DEC 17 PM 2:35  
RECEIVED  
CLERK OF COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE SEVENTH JUDICIAL CIRCUIT  
IN FLORIDA  
TALLAHASSEE, FLORIDA

**Article I  
Name**

The name of the corporation shall be Student Investment Club, Inc. (the "Corporation").

**Article II  
Principal Office and Mailing Address**

The address of the principal office and the mailing address of the Corporation shall be UF Student Legal Services, J. Wayne Reitz Union, Room 368, Gainesville, FL 32611-8505.

**Article III  
Purpose**

This corporation is a not-for-profit corporation, organized and to be operated exclusively for educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and not for pecuniary profit. The Corporation is organized and shall be operated exclusively to advance the education of students at the University of Florida in the area of financial investing. Specifically, the Corporation will introduce students to various speakers who will provide background and analysis of different investment methods and strategies. Additionally, the Corporation will serve as a forum for students to discuss and exchange ideas in a group setting.

**Article IV  
Membership**

The Corporation shall have no stockholders or owner-members.

**Article V  
Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is UF Student Legal Services, J. Wayne Reitz Union, Room 368, Gainesville, FL 32611-8505, and the name of the Corporation's initial registered agent at that address is G. Ray Cauthon, III.

**Article VI  
Board of Directors**

The affairs of the Corporation shall be managed by a Board of Directors. The number of directors shall initially be twelve. The number of directors may be increased or decreased from time to time as set forth in the Bylaws of the Corporation, but shall never be less than three. The

manner of election of members of the Board of Directors shall be as set forth in the Bylaws of the Corporation. The name and addresses of the persons who shall serve as the initial members of the Board of Directors of the Corporation are as follows:

**President**

Samuel Mallory  
1836 Highland Drive  
Fernandina Beach, FL 32034

**Vice President**

Parker Merritt  
1987 Sir Lancelot Circle  
St. Cloud, FL 34772

**Vice President**

Robert Beach  
861 Parkview Place E.  
Fernandina Beach, FL 32034

**Vice President**

Matthew Kleckner  
1231 SW 3<sup>rd</sup> Ave., Apt. 106  
Gainesville, FL 32601

**Treasurer**

Azizur Aziz  
125 Pacific Ave.  
Tavernier, FL 33070

**Secretary**

Thomas DelCharco  
2315 W Fraternity Row  
Gainesville, FL 32603

**Article VII  
Incorporator**

The name and address of the person signing these Articles of Incorporation are:

Samuel Mallory  
1836 Highland Drive  
Fernandina Beach, FL 32034

**Article VIII  
Dissolution**

Upon the dissolution of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Code (or the corresponding provision of any future federal tax laws), as determined in the Bylaws of the Corporation.

#### **Article IX Limitations**

No part of the net earnings of the Corporation shall inure to the benefit of its directors, officers, or other private persons, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments in furtherance of any of its educational purposes. No part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided in subsection (b) of Section 501 of the Code), and the Corporation shall not participate or intervene in any political campaign 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 (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code (or the corresponding provision of any future federal tax law), or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provision of any future federal tax law).

#### **Article X Effective Date**

The effective date of the Corporation shall be January 1<sup>st</sup>, 2016.

IN WITNESS WHEREOF the undersigned Incorporator has executed these Articles of Incorporation on this 14<sup>th</sup> day of December, 2015.

  
SAMUEL MALLORY, Incorporator



## CERTIFICATE DESIGNATING REGISTERED AGENT

WITNESSETH that the Student Investment Club, Inc., desiring to organize under the laws of the State of Florida, has named G. Ray Cauthon, III, UF Student Legal Services, J. Wayne Reitz Union, Room 368, Gainesville, FL 32611-8505, [rayc@studentlegalservices.ufl.edu](mailto:rayc@studentlegalservices.ufl.edu), as its designated agent to accept service of process within the state.

### ACKNOWLEDGMENT:

Having been named to accept service of process for the above referenced corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of a registered agent as prescribed in Section 617.0501, Florida Statutes.

DATED this 10<sup>th</sup> day of December, 2015.

  
G. Ray Cauthon, III  
UF Student Legal Services

Gainesville, FL 32611-8505  
[rayc@studentlegalservices.ufl.edu](mailto:rayc@studentlegalservices.ufl.edu)