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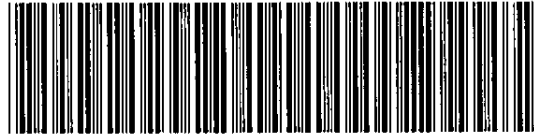
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T SCHROEDER

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Clay Electric Foundation, Inc

Signature _____

Requested by:

Name _____

Date _____

Time _____

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____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
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____ Trade/Service Mark _____
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____ Courier _____

**ARTICLES OF INCORPORATION
OF CLAY ELECTRIC FOUNDATION, INC.**

**ARTICLE I
Name of Corporation**

The name of the corporation, organized under Chapter 617 *Florida Statutes*, and being a corporation not for profit is: CLAY ELECTRIC FOUNDATION, INC.

**ARTICLE II
Duration of Corporation**

This corporation shall have perpetual existence unless sooner dissolved or terminated pursuant to law.

**ARTICLE III
Purposes for Which the Corporation is Organized**

This is a corporation not for profit, organized under Chapter 617 *Florida Statutes* exclusively for charitable, educational, religious, or scientific purposes within the meaning of the Section 501(c)(3) of the *Internal Revenue Code of 1954*, or the corresponding provision of any future United States Internal Revenue law. The corporation may accumulate the funds from participating members of the Clay Electric Cooperative, Inc. (CEC) and from other sources in accordance with such rules, regulations, and policies as are established by the Board of Directors. The primary beneficiaries of the Trust are intended to be charitable, community, and worthy causes, and needy persons and families within the service area of CEC. No part of the earnings, if any, of the corporation shall inure to the benefit of any private shareholder, member or individual, and no substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except when permitted by the Internal Revenue Code. In the event of dissolution, the residual assets of the organization shall be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the *Internal Revenue Code of 1954* or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state or local government for exclusive public purposes.

ARTICLE IV
Qualification for Membership and Manner of Admission

The members of the corporation shall be the members of the Board of Directors.

ARTICLE V
Initial Registered Office and Registered Agent

The street address of the initial registered and principal office of this corporation is 10 Citrus Avenue, Keystone Heights, Florida 32656, and the name of the initial registered agent at such address is Derick Thomas.

ARTICLE VI
Directors

The number of directors constituting the Board of Directors shall be set forth in the Bylaws but shall not be less than seven (7) nor more than fifteen (15). The qualifications, terms and manner of election shall be set forth in the Bylaws. The initial Board of Directors shall be made up of the following directors:

<u>District</u>	<u>Name and Address</u>
I	Kathleen R. Barrow, 7065 Immokalee Road, Keystone Heights, FL 32656
II	Shirley Ann Purinton, 121 Peniel Church Road, Palatka, FL 32177
III	Regina L. Brown, 8739 SE 64 th Place, Gainesville, FL 32641
IV	Richard Larry Feagle, 15947 SW Archer Road, Archer, FL 32618
V	Elzie S. Sanders, 344 N. Walnut Street, Starke, FL 32091
VI	William E. Garrison, 5288 County Road 218 W., Middleburg, FL 32068
VII	Stephen E. Bailey, 12685 S. US Highway 441, Lake City, FL 32025
VIII	Vacant
IX	Marianne E. Glorius, 3969 NE 67 th Terrace, Silver Springs, FL 34488

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JANUARY 2, 2024

ARTICLE VII
Officers

The corporation shall have four (4) officers initially, a President, Vice President, Secretary and Treasurer. The person who holds the office of President shall, by virtue of such office, be the Chairman of the Board of Directors. The person who holds the office of Vice President shall, by virtue of such office, be Vice Chairman of the Board of Directors. Any reference in the Bylaws to the office of "Chairman" and "Vice Chairman" shall mean and include the office of President and Vice President, respectfully. The Board of Directors may, by resolution, add additional officers as it deems appropriate, including assistant vice presidents, assistant secretaries and assistant treasurers. The manner of election of all officers and their terms shall be as set forth in the Bylaws. The initial officers of the corporation shall be:

President/Chairman:	Stephen E. Bailey
Vice President/ Vice Chairman:	Kathleen R. Barrow
Secretary:	Reginal L. Brown
Treasurer:	Richard Larry Feagle

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CEC

ARTICLE VIII
Bylaws

The Bylaws of this corporation shall be created, amended and/or rescinded by a majority vote of the Board of Trustees of CEC at any regular meeting of that Board or at any special meeting called for that purpose, provided that at least thirty (30) days advance notice of any Bylaw change or amendment be furnished to the Trustees of CEC. The Board of Directors of the corporation may initiate proposed Bylaw changes by submitting advisory recommendations to the Board of Trustees of CEC.

ARTICLE IX
Amendment

These Articles of Incorporation may be altered, amended or rescinded by a two-thirds majority vote of all of the Directors at any regular meeting of the Board of Directors or at any special meeting called for that purpose. Provided, however, that any alteration, amendment or rescission of the articles must also be approved by a two-thirds majority vote of the Board of Trustees of CEC. The two-thirds

majority vote called for herein shall mean a two-thirds majority of the entire Board of Trustees or Directors, not just of those present and voting.

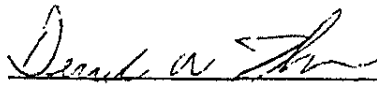
ARTICLE X
Incorporator-Subscriber

The incorporator of this corporation who has subscribed to these Articles is Derick Thomas, Clay Electric Cooperative, Inc., 10 Citrus Avenue, Keystone Heights, Florida 32656.

ARTICLE XI
Effective Date

The effective date of these Articles of Incorporation shall be the date of filing.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto subscribed his name to these Articles for the purpose of incorporating the aforesaid corporation under Chapter 617, *Florida Statutes*, as a corporation not for profit on this 4th day of January, 2016.



Derick Thomas
Incorporator-Subscriber

STATE OF FLORIDA
COUNTY OF CLAY

SUBSCRIBED AND SWORN TO before me, a notary public, by DERICK THOMAS, ☒ who is personally known to me to be the person described in this instrument, or ☐ who produced

_____ as identification, and who did take an oath, and who executed the foregoing instrument and acknowledged before me that he executed the same as his free act and deed on this 4th day of January, 2016.



Notary Public, State of Florida

Print Name:

My Commission Expires:

My Commission No.:



RITA W. BISHOP
MY COMMISSION # FF 904849
EXPIRES: November 28, 2019
Bonded Thru Budget Notary Services

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

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.

Derick R. Thomas
Derick Thomas, Registered Agent

1-4-16
Date

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CLERK OF DISTRICT COURT
JANUARY 1, 2016