

Division of Corporations

Page 1 of 2

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**FLORIDA PROFIT/NON PROFIT CORPORATION
The Brown's Lollipop Futures Foundation, Inc.**

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Corporate Filing Menu

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ARTICLES OF INCORPORATION
of
THE BROWN'S LOLLIPOP FUTURES FOUNDATION, INC.

The undersigned, for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, do hereby make and adopt the following Articles of Incorporation:

ARTICLE I.

Name and Mailing Address

The name of the corporation shall be The Brown's Lollipop Futures Foundation, Inc. The mailing address for the corporation is 2711 Austin Rose Lane, Orange Park, Florida 32073.

ARTICLE II.

Not For Profit

This is a corporation not for profit within the meaning of Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit.

ARTICLE III.

Duration

The duration of the corporation is perpetual, unless otherwise provided in the by-laws.

ARTICLE IV.

Purposes

The corporation is organized exclusively for charitable, religious and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, including for such purposes the making of distributions to organizations qualified under said Section 501(c)(3). Within these purposes, the corporation's primary mission shall be to

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provide contributions to charitable and philanthropic organizations as set forth in the corporation's by-laws or as otherwise determined by the corporation. Any earnings are to be devoted to related charitable and philanthropic purposes. The corporation may exercise all rights and powers conferred by the laws of the State of Florida upon corporations not for profit that are not inconsistent with its charitable and philanthropic purposes including, without limiting the generality of the foregoing, the powers to acquire by devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for the purposes set forth herein, and the corporation may do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE V.

Limitation

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors or officers, but 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 IV hereof.

ARTICLE VI.

Members

The corporation shall have no members.

ARTICLE VII.

Initial Registered Office and Agent

The street address of the initial registered office of this corporation in Florida shall

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be 1200 Riverplace Boulevard, Suite 800, Jacksonville, Florida 32207, and its initial registered agent at that address shall be John R. Crawford. The Board of Directors may, from time to time, change the registered office and registered agent of the corporation upon notification to the proper authorities.

ARTICLE VIII.

Board of Directors

The management of the corporation shall be vested in a Board of Directors. The names and street addresses of the members of the first Board of Directors who, subject to the provisions of the By-Laws and these Articles of Incorporation, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, are as follows:

<u>Name</u>	<u>Street Address</u>
Andrew F. Brown	2711 Austin Rose Lane Orange Park, Florida 32073
Tobi K. Chapple-Brown	2711 Austin Rose Lane Orange Park, Florida 32073
Bernard L. Chapple	1636 Calming Water Drive Fleming Island, Florida 32003

The number of Directors constituting the initial Board of Directors is three (3). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3) (or such other minimum as shall be required by law) or more than fifteen (15). The method of election of the directors shall be as stated in the Bylaws.

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ARTICLE IX.

Incorporators

The name and address of each Incorporator is as follows:

<u>Name</u>	<u>Address</u>
John R. Crawford	1200 Riverplace Boulevard, Suite 800 Jacksonville, Florida 32207
Elizabeth A. Carter	1200 Riverplace Boulevard, Suite 800 Jacksonville, Florida 32207

ARTICLE X.

Bylaws

The bylaws of the corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors. The provisions of Section 617.0206, Florida Statutes, as amended from time to time, shall govern the bylaws.

ARTICLE XI.

Dissolution or Liquidation

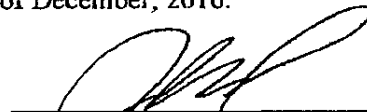
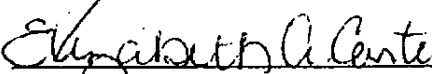
Upon the dissolution or liquidation of this corporation, whether voluntary or involuntary, all of its funds and other assets remaining after payment of all costs and expenses of dissolution or liquidation shall be distributed and paid over entirely and exclusively to an organization or organizations which has or have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or to the federal government, or to a state or local government, for a public purpose. None of the funds or assets and none of the income of this corporation shall be paid over, distributed to or inure to any member, officer or director of this corporation.

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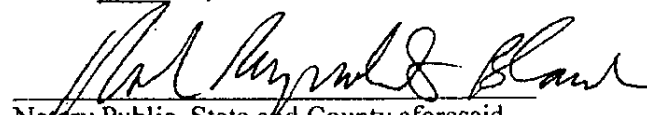
IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals for the purpose of forming this corporation not for profit under the laws of the State of Florida, and we hereby make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true, all on this 13th day of December, 2016.


_____(SEAL)
John R. Crawford

_____(SEAL)
Elizabeth A. Carter

STATE OF FLORIDA
COUNTY OF DUVAL

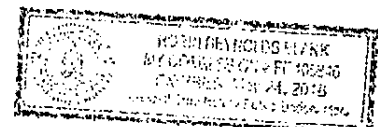
Before me personally appeared this day John R. Crawford and Elizabeth A. Carter, the parties to the foregoing Articles of Incorporation, to me well known and to me known to be the individuals described in and who executed the foregoing Articles of Incorporation and who are all personally known to me, and who acknowledged before me that they each made, subscribed and acknowledged the foregoing Articles of Incorporation as their voluntary act and deed and that the facts set forth therein are true and correct.

WITNESS my hand and official seal on this 13th day of December, 2016.



Notary Public, State and County aforesaid
My commission expires: _____

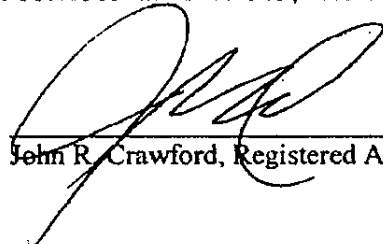
(Notarial Seal)



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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for The Brown's Lollipop Futures Foundation, Inc., a Florida corporation not for profit, at the place designated in the Articles of Incorporation of said corporation, I hereby accept such appointment and agree to act in this capacity, and agree to comply with the provisions of law relating to keeping said office open. I further acknowledge that I am familiar with, and accept, the obligations imposed upon registered agents, including the obligations imposed by section 607.0505 and 617.0503, Florida Statutes.


John R. Crawford, Registered Agent

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DATE 12/13/2016