

716000012135

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

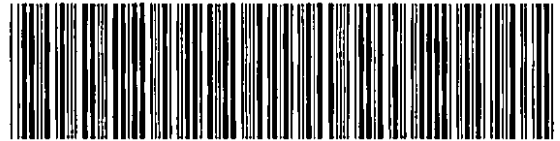
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900315391679

07/13/18--01009--016 \*\*35.00

FILED

2018 JUL 13 P 4 35

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JUL 17 2018

T. L. LEE

*Handwritten signature*

## COVER LETTER

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

SUBJECT: SHAREJAX, INC.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

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

☐ \$35.00  
Filing Fee

FROM: DEBRA J. CLARK  
\_\_\_\_\_  
Name (Printed or typed)

6120 CLEARSKY DRIVE  
\_\_\_\_\_  
Address

JACKSONVILLE, FL 32258  
\_\_\_\_\_  
City, State & Zip

904-885-2182  
\_\_\_\_\_  
Daytime Telephone number

JAXDEB08@LIVE.COM  
\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

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

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
SHARE JAX, INC.**

This document sets forth the amended and restated Articles of Incorporation of Share Jax, Inc. (the "corporation"), as adopted unanimously by the corporation's Board of Directors at its regular meeting on July 8, 2018, and ratified at its regular meeting on July 8, 2018.

The corporation was originally incorporated as a Not-for-Profit Corporation, pursuant to Chapter 617 Florida Statutes, pursuant to Articles of Incorporation filed on December 22, 2016. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments to them.

**ARTICLE I – NAME**

The name of the corporation shall be: SHARE JAX, INC.

**ARTICLE II – PRINCIPLE OFFICE**

The principal place of business address:  
6120 CLEARSKY DR.  
JACKSONVILLE, FL 32258

The mailing address of the corporation is:  
6120 CLEARSKY DR.  
JACKSONVILLE, FL 32258

**ARTICLE III - PURPOSE**

The specific purpose for which this corporation is organized is:

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, that making of distributions to organizations that qualify as exempt organizations under the section 501 (c)(3) of the internal revenue code, or corresponding section of any future tax code. The business activity for said organization is as follows: to provide charitable services and aid for the community in need.

No part of the net earnings of this organization shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that 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 herein. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501 (c)(3) of the internal revenue code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the internal revenue code, or the corresponding section of any future federal tax code.

**ARTICLE IV – MANNER OF ELECTION**

The manner in which directors are elected or appointed is:

The corporate powers of the corporation shall be vested in board of directors, shall not be less than three (3) and not more than twenty-one (21) members, as shall be provided in the bylaws. Where not inconsistent with the expressed provisions of these articles, the board of directors shall have the rights, powers and privileges prescribed by the law for directors of not-for-profit corporations.

Within the standards and limitations prescribed herein, the qualifications and terms of office, manner of selection of members of the board of directors, and the time, place and manner of calling meetings, giving notice of and conducting the meetings of the board of directors, and the number of directors which shall constitute a quorum at the meetings of the board of directors shall be prescribed by the bylaws of the corporation.

FILED  
2018 JUL 13 PM 4:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The board of directors may appoint an individual to serve as executive director of the corporation, and shall prescribe the manner of appointment, the term of office, duties and compensation for the executive director. The executive director may be removed only by concurrence of a majority of the members of board of directors.

The board of directors, by majority vote, at any properly constituted meeting shall fill such vacancies as may occur on the board and may remove members of the board in accordance with the bylaws of the corporation. The board of directors, by majority vote of those present at any properly constituted meeting, may appoint advisory committees for such purposes as the board shall deem necessary.

#### **ARTICLE V – INITIAL OFFICERS AND/OR DIRECTORS**

TITLE: DIRECTOR  
DEBRA J. CLARK  
6120 CLEARSKY DRIVE  
JACKSONVILLE, FL 32258

TITLE: DIRECTOR  
BRADLEY K. CLARK  
5909 ST. AUGUSTINE RD.  
JACKSONVILLE, FL 32207

TITLE: DIRECTOR  
SEAN SMITH  
2930 BEAUCLERC RD.  
JACKSONVILLE, FL 32257

#### **ARTICLE VI – REGISTERED AGENT**

The name and Florida (street) address of the registered agent is:

ATLANTIC COAST SALES & SERVICE, INC.  
5909 ST. AUGUSTINE RD.  
SUITE 2  
JACKSONVILLE, FL 32207

#### **ARTICLE VII – INCORPORATOR**

The name and address of the incorporator is:

DEBRA J. CLARK  
6120 CLEARSKY DRIVE  
JACKSONVILLE, FL 32258

#### **ARTICLE VIII – OFFICERS**

The duties, qualifications, manner and time of election, and term of offices for the officers of the corporation shall be as prescribed by the Bylaws of the Corporation.

#### **ARTICLE IX – MEMBERSHIP**

Corporate Members shall be officers and Board of Directors of the Corporation.

#### **ARTICLE X – INDEMNIFICATION**

The corporation shall indemnify and save harmless any and all persons who shall serve, or who shall have served at any time as directors, members of the executive committee or officers, their respective heirs, administrators, successors and assigns from and against any and all expenses, Claims or losses of any description, including amounts paid upon judgments, counsel fees and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit or proceeding which may be asserted against them or any of them, by reason of their being or having been director, members of the executive committee or officers, except in relation to matters as to which

any such director, member of the executive committee or officer of person shall be adjudged in any action, suit, or proceeding to be liable for his/her own negligence or misconduct in the performance of duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any bylaws, agreements or otherwise.

#### **ARTICLE XI – AMENDMENTS**

These articles of incorporation may be amended by a concurrence of two-thirds of those present at any regular or special meeting of the board of directors, provided a quorum is present and ratified by the membership at its next regular meeting, and provide, also, in case of a special meeting, that said meeting shall have been called for the purpose of such amendment.

#### **ARTICLE XII – BYLAWS**

Bylaws of the corporation shall be approved, altered, rescinded, or amended by concurrence of two-thirds of those present at any regular or special meeting of the board of directors, provided a quorum is present, and ratified by two-thirds of the membership at its next regular meeting and provided in the case of a special meeting, that said meeting shall have been called for the purpose of such amendment.

#### **ARTICLE XIII – DISSOLUTION**

Under the dissolution of this corporation, assets remaining shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the internal revenue code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

*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*

\_\_\_\_\_  
Required Signature of Registered Agent

\_\_\_\_\_  
Date

*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.*

D. J. Clark  
Required Signature of Incorporator

7-11-18  
Date

**CERTIFICATE REGARDING RESTATEMENT OF ARTICLES OF**  
**INCORPORATION OF SHARE JAX, INC.**  
**(a Florida Not-For-Profit Corporation)**

Pursuant to Section 617.1007, Florida Statutes, the undersigned hereby certifies that:

1. The Amended and Restated Articles of Incorporation of Share Jax, Inc. executed by me on this day and provided to the Florida Division of Corporations for filing (the "Restatement") contains an amendment to the articles of incorporation requiring member approval.
2. The information required by s. 617.1006 is as follows:
  - a. The name of the corporation is Share Jax, Inc.
  - b. The Restatement contains amendments to Articles III, IV, VIII, IX, X, XI, XII and XIII. The text of each amendment adopted is shown on the 3-page exhibit attached hereto (deletions are shown as strike throughs and additions are shown as underlines).
  - c. Members are not entitled to vote on proposed amendments. The amendments were adopted by the Board of Directors of the corporation on July 8, 2018 by a vote of 3-0.

IN WITNESS WHEREOF, the undersigned director of the corporation has affixed her signature hereto as of this 8th day of July, 2018.

*De J. Clark*  
Signature of Incorporator

7-11-18  
Date