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17 FEB 27 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 28 2017

K. Brumbley



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 15, 2017

STEPHEN B. SHELL
226 PALAFOX PLACE, NINTH FLOOR
PENSACOLA, FL 32502

SUBJECT: FIRST PRIORITY OF WEST FLORIDA, INC.
Ref. Number: W17000013081

We have received your document for FIRST PRIORITY OF WEST FLORIDA, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

The document number of the name conflict is N12000004442.

Please return 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.

KYLE D BRUMBLEY
Regulatory Specialist II

Letter Number: 717A00002959

2017
FEB 15
10:00 AM

SFDM

shell fleming davis & menge

ATTORNEYS AT LAW

STEPHEN B. SHELL

Board Certified Real Estate Attorney

sshell@shellfleming.com

(850) 434-2411 ext. 110

February 8, 2017

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

Re: First Priority of West Florida, Inc.

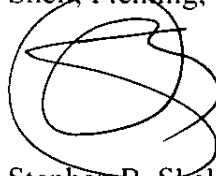
Gentlemen:

Enclosed in duplicate are Articles of Incorporation for the referenced not-for-profit corporation. Please file the articles and provide us with a certified copy of same. Also enclosed is this firm's check for \$78.75 in payment of the fees for filing and providing a certified copy of the articles.

Thank you for your assistance in this matter.

Sincerely,

Shell, Fleming, Davis & Menge

A handwritten signature in black ink, appearing to be 'SBS', enclosed within a circular stamp or seal.

Stephen B. Shell

SBS:lfc
Enclosures
File No. B3881.00000

ARTICLES OF INCORPORATION
OF
FIRST PRIORITY OF THE EMERALD COAST, INC.,
a Florida Corporation Not For Profit

FILED
17 FEB 27 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not For Profit Corporation Act, Florida Statutes Chapter 617, does hereby make and adopt the following Articles of Incorporation:

ARTICLE 1. Name. The name of the Corporation is: FIRST PRIORITY OF THE EMERALD COAST, INC.

ARTICLE 2. Not For Profit. The Corporation is a corporation not for profit as defined in Section 617.01, Florida Statutes. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under law.

ARTICLE 3. Duration. The duration of the Corporation is perpetual.

ARTICLE 4. Purposes. The Corporation is organized, and shall be operated exclusively for, the following purposes:

- A. To promote Christian values on school campuses by providing middle school and senior high students an opportunity to form groups and develop alternative ways of dealing with issues that they face; to form a network of multi-denominational youth pastors and churches, parents, and business leaders working together to make an impact on students' lives and providing alternatives to influences such as drugs, alcohol, gangs, and other negative peer groups; to provide extracurricular activities for students, parents, and their communities by supporting the development of similar organizations at schools in surrounding counties.
- B. To solicit, collect, receive and administer funds exclusively for such purposes as permitted for organizations defined in Section 501(c)(3) of the Internal Revenue Code.
- C. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or other-wise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.
- D. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE 5. 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 4 (Purposes) hereof. The corporation shall hold and administer all its assets and accumulated income to effectuate its tax exempt purposes. No part of the income or assets of the corporation shall inure to the private benefit of any individual or director. If the corporation's purposes fail or if the corporation ceases to be approved as a tax exempt organization under the Internal Revenue Code, and any such defect is not cured by the appropriate amendment, or if the corporation voluntarily dissolves, then all of the corporation's assets and accumulated income shall be distributed to such other organizations as the directors shall designate as best accomplishing the purposes for which the corporation was formed, provided that the organizations receiving such assets are qualified as tax exempt under Section 501 (c)(3) of the Internal Revenue Code or the corresponding provisions of any subsequent federal tax laws. The corporation shall be dissolved after all its property has been so distributed.

ARTICLE 6. No Members. The Corporation will not have members.

ARTICLE 7. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 1717 N. E Street, Suite 320, Pensacola, Florida 32501, and the name of its initial Registered Agent at that address is John Porter.

ARTICLE 8. Initial Board of Directors. The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is seven. 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). The Directors shall be appointed and elected as set forth in the Bylaws.

ARTICLE 9. Officers. The Officers of the Corporation shall consist of a President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (any may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws.

ARTICLE 10. Incorporator. The name and address of the Incorporator is as follows:

<u>Name</u>	<u>Address</u>
John Porter	1717 N. E Street, Suite 320, Pensacola, Florida 32501

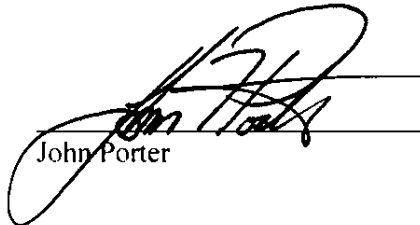
ARTICLE 11. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the Florida General Corporation Act and the Florida Not For Profit Corporation Act.

ARTICLE 12. 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 13. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation.

ARTICLE 14. Non-stock Basis. The Corporation is organized and shall be operated on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock or other certificates or writings evidencing an ownership or proprietary interest in the Corporation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 20th day of February, 2017.



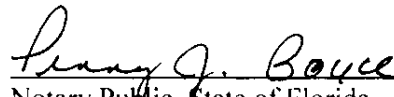
John Porter

STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME personally appeared John Porter, personally known to me to be the person described in and who executed the forgoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 21st day of February, 2017.



Notary Public, State of Florida
My commission expires: 12/29/2020

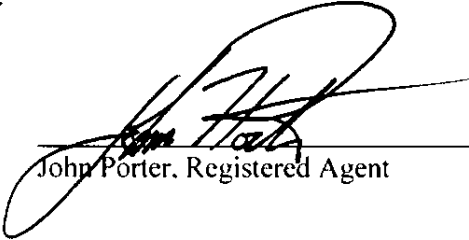


PENNY J. BOYCE
Notary Public State of Florida
Comm. Exp. Dec. 29, 2020
Comm. No. GG52944

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts the appointment as Registered Agent of First Priority of the Emerald Coast, Inc., which is contained in the foregoing Articles of Incorporation.

DATED this 20th day of February, 2017.



John Porter, Registered Agent