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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

h 03/01/17

FELIX M. ADAMS
Attorney at Law

138 Bushnell Plaza
Suite 201
Bushnell, Florida 33513

Telephone (352)793-6900
Facsimile (352)793-6990

February 24, 2017

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Cir.
Tallahassee, FL 32301

Re: Articles of Incorporation
Not For Profit
Josephine Strong Simons Honorary Scholarship Fund, Inc.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of Articles of Incorporation of the Josephine Strong Simons Honorary Scholarship Fund, Inc. I have also enclosed a check for \$87.50 representing the following fees:

Filing Fee	\$ 35.00
Registered Agent Designation	\$ 35.00
Certificate of Status	\$ 8.75
Certified Copy	<u>\$ 8.75</u>
Total	\$ 87.50

Your prompt filing of the enclosed document will be appreciated. Please return all correspondence concerning this matter, the Certificate of Status, and the Certified Copy to my attention at the above address.

If additional information is necessary, I may be reached at the above phone number between 9:00 a.m. and 5:00 p.m., Monday through Friday.

Sincerely,



Felix M. Adams

Enc.

**ARTICLES OF INCORPORATION
OF JOSEPHINE STRONG SIMONS HONORARY SCHOLARSHIP FUND, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION**

The undersigned incorporator, desiring to form a not-for-profit Corporation under and pursuant to the laws of the State of Florida, and for that purpose, adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of this Corporation is **JOSEPHINE STRONG SIMONS HONORARY SCHOLARSHIP FUND, INC.**

**ARTICLE II
ADDRESS**

The address of the principal office of the Corporation is:

**9232 CR 623
Bushnell, Florida 33513.**

The mailing address of the Corporation is:

**Josephine Strong Simons Honorary
Scholarship Fund, Inc.
P. O. Box 1551
Bushnell, Florida 33513.**

**ARTICLE III
EFFECTIVE DATE AND DURATION**

The effective date of this Corporation shall be the date the Articles of Incorporation are filed with the Florida Department of State, Division of Corporations, and existence of the Corporation will commence on the date the Articles of Incorporation are filed with the Division of Corporations. The term of existence of the Corporation is perpetual.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV PURPOSE

Generally, the purpose for which this Corporation is organized is the transaction of any and all business for which nonprofit corporations may be incorporated under the laws of the State of Florida, as may be amended from time to time. Further, this Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Specifically, this Corporation is organized exclusively for educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code. The Corporation shall be devoted and dedicated to granting of educational scholarships to students deemed deserving and worthy by the Corporation to receive an educational scholarship.

ARTICLE V INCORPORATOR

The name and address of the incorporator is:

**PHILIP J. STRONG
9232 CR 623
BUSHNELL, FLORIDA 33513**

ARTICLE VI BOARD OF DIRECTORS AND OFFICERS

Directors and Officers shall be elected, removed, and hold office as provided in the Bylaws.

(a) The initial Board of Directors shall consist of four (4) members. The number of directors may be either increased or decreased from time to time as provided in the Bylaws but shall never be less than three (3).

(b) Directors' term of office shall be for four (4) years.

(c) The Board of Directors shall elect a Chairman of the Board of Directors, Treasurer, Secretary, President, and Vice Presidents and any other officers which the Bylaws of this Corporation authorize the Directors to elect.

(d) The names and residential addresses of the persons who are to serve as the initial Directors and Officers are as follows, who shall serve in the positions indicated below until such time as

their successors shall be elected:

NAME	POSITION	ADDRESS
PHILIP STRONG	DIRECTOR AND PRESIDENT	9232 CR 623 BUSHNELL, FLORIDA 33513
CANDY STRONG	DIRECTOR AND SECRETARY	9232 CR 623 BUSHNELL, FLORIDA 33513
ROBERT D. STRONG	DIRECTOR AND CHAIRMAN OF THE BOARD	7040 NORTH SUNCOAST BLVD. CRYSTAL RIVER, FLORIDA 34428
MICHELLE STRONG	DIRECTOR AND TREASURER	7040 NORTH SUNCOAST BLVD. CRYSTAL RIVER, FLORIDA 34428

ARTICLE VII CORPORATE PROPERTY

The property of this Corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer, representative, or agent of the Corporation.

ARTICLE VIII POWERS

The Corporation's purposes as herein stated shall be carried out by its Board of Directors in a manner that will enable the Corporation to qualify as a charitable organization within the meaning of § 501(c)(3) of the Code. To this end the Corporation shall have the following powers and authority:

(a) To own, acquire, convey, exchange, lease, mortgage, encumber transfer upon trust, or otherwise dispose of, all property, real or personal; to borrow money, contract debts, and issue bonds, notes and debentures, and to secure the payment or performance of its obligations.

(b) To receive property by gift, devise or bequest subject to the laws regulating the transfer of property by will, and otherwise to acquire and hold all property, real or personal, including shares of stock, bonds, and securities of other corporations.

(c) To enter into contracts with any person, firm, association, corporation, municipality, county, state, nation or other body politic or with any colony, dependency, or agency of any of the foregoing.

(d) To perform every act necessary or proper for the accomplishment of the objects and purposes enumerated or for the protection and benefit of the Corporation.

(e) To do all things that may be necessary, convenient, or appropriate to carry out the intent and purpose for which this Corporation was established.

ARTICLE IX LIMITATIONS

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its officers, employees, agents, 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 the furtherance of the purposes set forth in these Articles of Incorporation.

(b) No substantial part of the Corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaigns on behalf of any candidate for public office.

(c) Notwithstanding any other provision of these articles, this Corporation shall not carry on any other activities not permitted to be carried on (i) 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 (ii) 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 X. DISSOLUTION

Upon the dissolution or winding up of this 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, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax

code.

ARTICLE XI INDEMNIFICATION

The Corporation shall indemnify every director, officer, employee, and agent, or his or her heirs, executors, and administrators, against expenses reasonably incurred by him or her in connection with any action, suit, or proceeding to which he or she may be a party by reason of his or her being, or having been, a director, officer, employee, or agent of the Corporation, except in relation to those matters which he or she shall be adjudicated liable for negligence or misconduct.

ARTICLE XII DIRECTOR'S LIABILITY

No Director of this Corporation shall be personally liable for monetary damages for breach of fiduciary duty as a director. However, this article shall not be construed as eliminating or limiting the liability of a Director for one (1) or more of the following acts, namely:

- (a) A breach of duty of loyalty to the Corporation;
- (b) Any acts or omissions which are not in good faith, or which involve intentional misconduct or a knowing violation of the law;
- (c) The authorizing of an unlawful payment or distribution out of the corporate assets;
- (d) Any transaction made in the furtherance of the exempt purposes of the Corporation from which the director derived an improper personal benefit; or
- (f) Any act or acts that can be defined under the laws of this State as conflicts of interest.

ARTICLE XIII DISCRIMINATION

The Corporation will not practice or permit discrimination on the basis of sex, age, race, national origin, religion, or physical handicap or disability.

**ARTICLE XIV
ANNUAL MEETING**

The annual meeting of the Board of Directors shall be held at a place either inside or outside of the State of Florida as fixed by the Bylaws.

**ARTICLE XV
MEMBERSHIP PROVISIONS**

The sole class of members of the Corporation shall be its Board of Directors and the number of members shall be the number of Directors constituting the Board of Directors. A Director shall be admitted to the membership of the Corporation upon taking office as a Director.

**ARTICLE XVI
FISCAL YEAR**

The fiscal year of the Corporation shall end on December 31 of each year unless a different date is stated in the Bylaws.

**ARTICLE XVII
REGISTERED AGENT**

The name and address of the initial registered agent of this Corporation is:

**PHILIP J. STRONG
9232 CR 623
BUSHNELL, SUMTER COUNTY, FLORIDA 33513**

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.

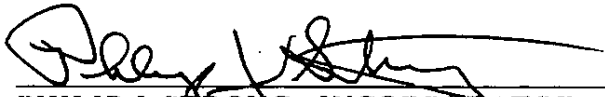
Date: February 24, 2017.



PHILIP J. STRONG - REGISTERED AGENT

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 Section 817.155, Florida Statutes.

Date: February 24, 2017.

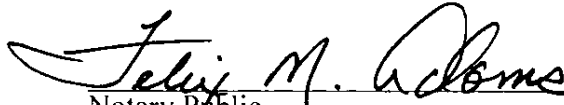


PHILIP J. STRONG - INCORPORATOR

STATE OF FLORIDA
COUNTY OF SUMTER

The foregoing instrument was acknowledged before me this 24 day of February, 2017, by Philip J. Strong who is personally known to me.

My Commission Expires:



Notary Public



FELIX M. ADAMS
MY COMMISSION # FF 189347
EXPIRES: January 31, 2019
Bonded Thru Budget Notary Services

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17 FEB 27 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA