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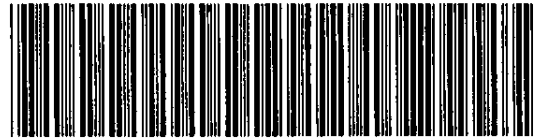
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17 MAR 14 AM 9:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W17-017893

03/15/17



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 2, 2017

MICHAEL IVAN
4230 PABLO PROFESSIONAL CT., STE. 250
JACKSONVILLE, FL 32224

SUBJECT: BOYS HOME FOUNDATION, INC.
Ref. Number: W17000017893

We have received your document for BOYS HOME FOUNDATION, INC. and your check(s) totaling \$137.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the corrected original and one copy of 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.

Thomas Chang
Regulatory Specialist II
New Filing Section

Letter Number: 517A00004022

3/16/17 10:10 AM
17 MAR 14 AM 11:10
SUNBIZ
REGISTRATION SERVICES

COVER LETTER

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

SUBJECT: BOYS HOME FOUNDATION, INC.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
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BOYS HOME FOUNDATION, INC. c/o Eavenson, Fraser, Lunsford & Ivan, PLLC

Name (printed or typed)

4230 Pablo Professional Court, Suite 250

Address

Jacksonville, Florida 32224

City, State & Zip

Mara Webb, 904-233-4115

Daytime Telephone Number

mike@efli.law; justin@efli.law

E-mail address: (to be used for future annual report notification)

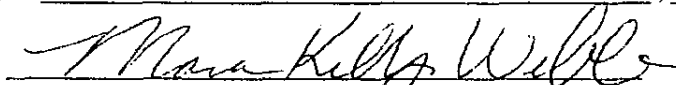
**NOT FOR PROFIT
CERTIFICATE OF DOMESTICATION**

The undersigned, Mara K. Webb, Director and Chair
(Name) (Title)
of Boys Home Foundation, Inc. a foreign Corporation
(Corporation Name)
in accordance with section 617.1803, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was July 8, 1996
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Georgia
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Boys Home Foundation, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 617.01201 and 617.0202 with this certificate is Boys Home Foundation, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Georgia
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 617.1803.

I am Mara K. Webb, of Boys Home Foundation, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 21 day of February, 2017


(Authorized Signature)

Filing Fee:	
Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

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17 MAR 14 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
BOYS HOME FOUNDATION, INC.
A NOT FOR PROFIT CORPORATION**

The undersigned, for the purpose of forming a corporation not for profit under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

Article I

Name

The name of this not for profit corporation shall be **BOYS HOME FOUNDATION, INC.**

Article II

Principal Office and Mailing Address

The principal office address of this corporation shall be:

Boys Home Foundation, Inc.
c/o Eavenson, Fraser, Lunsford & Ivan, PLLC
4230 Pablo Professional Court, Suite 250
Jacksonville, Florida 32224

The mailing address of this corporation shall be:

10930 Paddington Way
Jacksonville, Florida 32219

Article III

Purpose

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 §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, which purposes shall be limited further to those which are lawful and not specifically prohibited to corporations under the laws of the State of Florida.

Article IV

Powers and Restrictions

Section 4.1 This corporation shall have the general power to do all lawful acts, as conferred upon corporations not for profit by §617.0302, Florida Statutes, including all those things necessary and desirable to carry out the purposes and responsibilities of this corporation.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Section 4.2 Notwithstanding the generality of the foregoing, the powers of this corporation shall be subject to the following limitations and restrictions.

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, Directors, 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 in Article III hereof. No substantial part of the activities of the corporation 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 campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, 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 §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 §170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(b) The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by §4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(c) The corporation will not engage in any act of self-dealing as defined in §4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(d) The corporation will not retain any excess business holdings as defined in §4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(e) The corporation will not make any investments in a manner as to subject it to tax under §4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(f) The corporation will not make any taxable expenditures as defined in §4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(g) Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Article V
Dissolution

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of §501(c)(3) of the Internal Revenue Code, or the 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 corporation 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.

Article VI
Directors and Officers

Section 6.1. Number of Directors. This corporation shall have five (5) Directors initially. The number of Directors may be increased or diminished from time to time, but shall never be less than the number required by §617.0803(1), Florida Statutes, as amended from time to time or any successor provision.

Section 6.2. Duties of Directors. All corporate powers of the corporation shall be exercised by or under the authority of, and the affairs of the corporation shall be managed under the direction of, its Board of Directors, except as otherwise specifically required under the Florida Not For Profit Corporation Act.

Section 6.3. Qualification and Election of Directors. Directors must be natural persons who are 18 years of age or older and elected or appointed in the manner and for the terms provided in the bylaws of the corporation.

Section 6.4. Initial Directors and Officers. The names and street addresses of the initial Directors and officers of this corporation, and the offices held by each officer, are:

Mara Kelly Webb 10930 Paddington Way Jacksonville, Florida 32219	Director, Chair
Jennifer K. Pietschker 834 South Shores Road Jacksonville, Florida 32207	Director, Secretary
Sean Hingley 2200 Lisbon Road Chesapeake, Virginia 23321	Director, Treasurer
Jim Kelly 2961 Blackberry Lane Hiwassee, Virginia 24347	Director, Member at Large
Kam Powell 3 Evans Circle Poquoson, Virginia 23662	Director, Member at Large

Section 6.5. Indemnification. The Board of Directors is hereby specifically authorized to make provision for indemnification of Directors, officers and agents to the fullest extent permitted by law; provided, however, that no such indemnification shall be permitted if such indemnification would violate the purposes of the corporation as specified in Article III above or would be inconsistent with the provisions of §501(c)(3) and §170(c)(2) of the Internal Revenue Code.

Article VII

Members

The corporation shall have one class of members consisting of such individual or individuals admitted as members from time to time by the Board of Directors in accordance with the provisions set forth in the bylaws of the corporation. The qualifications and rights of the members shall be as set forth in the bylaws of the corporation. The members shall have no right, title or interest whatsoever in the income, property or assets of the corporation, nor shall any portion of such income, property or assets be distributed to any member upon the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities or obligations of the corporation.

Article VIII
Initial Registered Agent and Address

The name and street address of the initial registered agent and the initial registered office of this corporation are:

Michael J. Ivan, Jr., Esq.
Evenson, Fraser, Lunsford & Ivan, PLLC
4230 Pablo Professional Court, Suite 250
Jacksonville, Florida 32224

Article IX
Incorporator

The name and street address of the incorporator of this corporation are:

Mara K. Webb
10930 Paddington Way
Jacksonville, Florida 32219

Article X
Effective Date; Duration

Section 10.1. Effective Date. Corporate existence as a Florida not for profit corporation shall commence on the date these Articles are filed by the Department of State of the State of Florida.

Section 10.2. Duration. This corporation shall exist perpetually.


Article XI
Bylaws

The initial bylaws of this corporation shall be adopted by the Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the members if the members specifically provide that such bylaw is not subject to amendment or repeal by the Directors.

Article XII
Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the members is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of
Incorporation this 21 day of February, 2017.

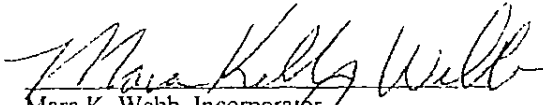

Mara K. Webb, Incorporator

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with §§ 48.091, 617.0501 and 617.0503, Florida Statutes, the following is submitted:

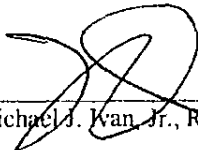
BOYS HOME FOUNDATION, INC., desiring to organize or qualify under the laws of the State of Florida hereby designates Michael J. Ivan, Jr., Esq. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be Eavenson, Fraser, Lunsford & Ivan, PLLC, 4230 Pablo Professional Court, Suite 250, Jacksonville, Florida 32224.

DATED this 21 day of February, 2017.


Mara K. Webb, Incorporator

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 21 day of February, 2017.


Michael J. Ivan, Jr., Registered Agent

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TALLAHASSEE, FLORIDA