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17 MAR 27 AM 10:36
CLERK OF STATE
TALLAHASSEE, FLORIDA

MAR 28 2017

T. SCOTT

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

SUBJECT: Base IT, Inc.

Enclosed is an original and two (2) copies of the Articles of Incorporation and a check for \$87.50 (Filing Fee, Registered Agent Designation, Certified Copy, and Certificate of Status).

From: Randall Garner
ICO: Garner IT Consulting
1330 Harrison Ave.
Panama City, FL 32401
Daytime Telephone Number: 850-250-3210 X100
E-mail Address: randall@garner-IT.com

ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I
NAME

The name of the corporation shall be **Base IT, Inc.**

ARTICLE II
PRINCIPLE OFFICE

Principle street address:
Base IT, Inc.
1330 Harrison Ave.
Panama City, FL 32401

Mailing address, if different:
N/A

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ARTICLE III
PURPOSE

Base IT, Inc. will serve as a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the U.S. Internal Revenue Code, or the corresponding section of any future Federal tax code. Base IT, Inc. will provide counseling, education and financial aid in the form of college scholarships to High School and College students interested in pursuing a career in computer technology. We will utilize social media channels and the corporation's website to provide facts, statistics, and other related data to aid the student's efforts. To maximize impact on our current efforts, we may seek to collaborate with other corporations and at times, per the discretion of the board of directors, we may provide internships or volunteer opportunities in IT related programs and activities.

ARTICLE IV
NON-PROFIT NATURE

4.01 Non-Profit Nature

Base IT, Inc. is organized exclusively for charitable and educational purposes. No part of the net earnings of Base IT, Inc. 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 in the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on by (a) any organization exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code,

or by (b) an organization, contributions to which are deductible under section 107 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Base IT, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer of this corporation shall be personally liable for the debts or obligations of Base IT, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporations.

4.03 Dissolution

Upon termination or dissolution of Base IT, Inc., any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization set to receive the assets of Base IT, Inc. hereunder shall be selected by the discretion of a majority of the managing body of Base IT, Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against Base IT, Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court, upon a finding that this section is applicable, shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practical to organizations located with the State of Florida.

In the event that the court shall find that this section is applicable, but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.04 Restricted Activities

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 (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by (a) a corporation exempt from federal income tax as an organization described by Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any

further federal tax code, or by (b) 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 V
Manner of Election

The manner in which the directors are elected and appointed are as stated in the bylaws.

Article VI
Board of Directors

6.01 Governance

Base IT, Inc. shall have no members. The management of the affairs of Base IT, Inc. shall be governed by its board of directors, as defined in the corporation's bylaws.

6.02 Initial Officers

Name	Randall Garner
Title	President
Address	1330 Harrison Ave. Panama City, FL 32401

Name	Kelly Revell
Title	Vice-President
Address	112 Rose Coral Drive Panama City, FL 32408

Name	Talor Gannaway
Title	Secretary
Address	3101 State Ave. Panama City, FL 32405

Name	James Spring
Title	Treasurer
Address	209 Shoreview Drive Panama City, FL 32404

Article VII
Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

Article VIII
Registered Agent

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name	Randall Garner
Address	1330 Harrison Ave. Panama City, FL 32401

Article IX
Incorporator

The name and Florida street address (P.O. Box NOT acceptable) of the incorporator is:

Name James Spring
Address 209 Shoreview Drive
Panama City, FL 32404

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

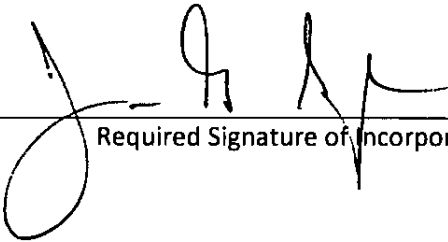


Required Signature of Registered Agent

3/21/17

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.



Required Signature of Incorporator

21 MAR 2017

Date