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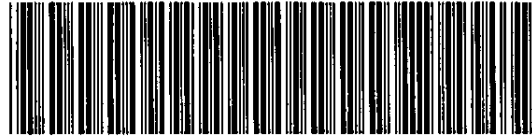
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FILED
17 MAY 10 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

✓ 05/11/17

WILLIAM V. LINNE and GARY W. HUSTON
ATTORNEYS AT LAW, PLLC
17 WEST CEDAR STREET, SUITE 3
PENSACOLA, FL 32502

Gary W. Huston
Direct (850) 378-8442
Fax (850) 378-8827
gary@linnehuston.com

Mailing Address:
Post Office Box 12347
Pensacola, FL 32591-2347

May 8, 2017

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

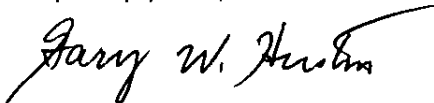
Re: Articles of Incorporation of First Place Partners, Inc.
Not for Profit Corporation

Dear Sir/Madam:

Enclosed are original Articles of Incorporation of First Place Partners, Inc., along with our firm's check in the amount of \$78.75 for filing fee and a certified copy.

If you have any questions or need additional information, please contact me.

Very truly yours,


Gary W. Huston

GWH/mn
Enclosures

**ARTICLES OF INCORPORATION
OF
FIRST PLACE PARTNERS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Organization

This corporation elects to be organized as a not for profit corporation pursuant to the provisions of the Florida Not For Profit Corporation Act, Chapter 617 of the *Florida Statutes* (2016), or any amended or successor statutes.

ARTICLE II

Name

The name of the corporation is FIRST PLACE PARTNERS, INC.

ARTICLE III

Duration

The period of existence of the corporation is perpetual.

ARTICLE IV

Principal Office and Mailing Address

The street address of the initial principal office of the corporation is 449 W. Main Street, Pensacola, FL 32502. The initial mailing address of the corporation is 449 W. Main Street, Pensacola, FL 32502.

ARTICLE V

Registered Office and Registered Agent

The street address of the corporation's initial registered office in the State of Florida is located at 17 West Cedar Street, Suite 3, Pensacola, FL 32502. The name of the corporation's initial registered agent at that address is Gary W. Huston.

ARTICLE VI

Purpose

The purpose of the corporation is to promote economic development and job creation in Escambia County, Florida, Santa Rosa County, Florida, and each other county that from time to time is included in the Pensacola Standard Metropolitan Statistical Area (SMSA), all in compliance with the requirements applicable to entities qualifying for tax-exempt status under Internal Revenue Code section 501(c)(6), as now in existence and as that statute might hereafter be amended.

No part of the income or assets of the Corporation is distributable to or for the benefit of its members, directors, or officers; no part of the net earnings of the Corporation shall

inure to the benefit of or be distributable to any member, director, officer, or other individual; and no member shall have any vested right, interest, or privilege in or to the assets, income, or property of the Corporation. However, the Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its tax-exempt purpose.

It is intended that the Corporation shall be exempt from federal income tax under Internal Revenue Code § 501(c)(6), or any amended or successor provision. These Articles shall be interpreted accordingly, and all powers and activities of the Corporation shall be limited accordingly.

ARTICLE VII

Corporate Powers

The Corporation shall have all of the powers granted by the Florida Not For Profit Corporation Act, including the corporate powers set forth in §617.0302, *Florida Statutes* (2016), or any amended or successor statute. However, in no event shall the Corporation have or exercise any power or authority or engage in any activities which are not in furtherance of the Corporation's purposes as stated in Article VI hereof.

ARTICLE VIII

Dissolution

Upon dissolution of the Corporation, voluntary or otherwise, the assets of the Corporation remaining after paying or making provision for the payment of liabilities and creditors of the Corporation, shall be distributed in accordance with a plan of distribution adopted by the Corporation's Board of Directors, exclusively to one or more organizations described in Internal Revenue Code §501(c)(6) or §501(c)(3). All assets so distributed shall be used exclusively for tax-exempt purposes. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county where the Corporation's principal office is then located, exclusively to one or more organizations organized and operated exclusively for such purposes, as such court shall determine.

ARTICLE IV

Members

This corporation shall not have members.

ARTICLE X

Voting Power

In accordance with §617.0721(6) *Florida Statutes* (2016), because the Corporation has no members, the Corporation's directors shall have the sole voting power. All corporate powers must be exercised by or under the authority of the board of directors and the Corporation's affairs will be managed under the direction of the board of directors. The board of directors shall direct the distribution of all of the Corporation's funds exclusively for purposes allowable under Internal Revenue Code §170(c) and §501(c), or any amended or successor statute.

ARTICLE XI

Bylaws

The Board of Directors is authorized to make, alter, or repeal the bylaws of the Corporation, except that the bylaws shall not contain any provision conflicting with these Articles of Incorporation.

ARTICLE XII

Directors

The method of election of directors shall be as stated in the Corporation's bylaws.

ARTICLE XIII

Indemnification

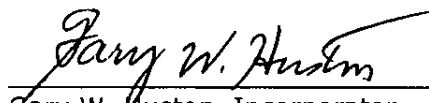
The Corporation shall indemnify each of its directors and officers, including former directors and officers, to the fullest extent allowed by applicable law.

ARTICLE XIV

Incorporator

The name of the incorporator is Gary W. Huston, whose street address is 17 W. Cedar Street, Suite 3, Pensacola, FL 32502, and whose mailing address is P.O. Box 12347, Pensacola, FL 32591-2347.

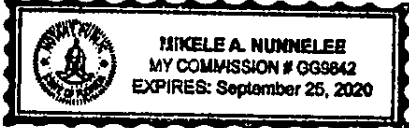
IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on May 8th, 2017.



Gary W. Huston, Incorporator

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 8th day of May, 2017,
by Gary W. Huston, who is personally known to me or produced N/A as
identification.

Mikele A. Nunnelee
Notary Public, State of Florida

Notary Stamp/Seal

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN FLORIDA AND NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 617.0501(3), *Florida Statutes*, the following is submitted:
That FIRST PLACE PARTNERS, INC., desiring to organize or qualify under the laws of the State
of Florida, with its principal place of business at 449 W. Main Street, Pensacola, FL 32502,
has named Gary W. Huston, a resident of Escambia County, Florida, whose business street
address is 17 West Cedar Street, Suite 3, Pensacola, FL 32502, as its agent to accept service
of process within Florida.

FIRST PLACE PARTNERS, INC.

By Gary W. Huston
Gary W. Huston, Incorporator

ACCEPTANCE

FILED
17 MAY 10 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named 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 such capacity. I am familiar with, and accept the obligations of a registered
agent and I agree to comply with the provisions of all statutes relative to the property and
complete performance of my duties.

Gary W. Huston
Gary W. Huston, Registered Agent