

N170000009344

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

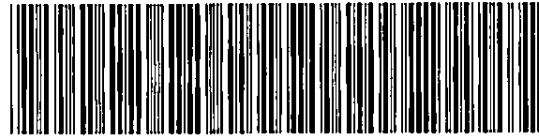
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

M. MOON
SEP 14 2017



900303477949

09/14/17--01006--020 **78.75

RECEIVED
17 SEP 14 AM 11:49

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
17 SEP 14 PM 2:44

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

DEFUNIAK SPRINGS LANDMARKS, INC.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

172 Pender's Printing • Thomasville, GA 31792

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
____ ☒ Cert. Copy _____
____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
17 SEP 14 PM 2:44

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
17 SEP 14 PM 2:45

ARTICLES OF INCORPORATION OF
DEFUNIAK SPRINGS LANDMARKS, INC.,
A FLORIDA CORPORATION NOT FOR PROFIT

The undersigned persons, acting as Incorporators of a Corporation under the laws of the State of Florida, adopt the following Articles of Incorporation for such Corporation, pursuant to Florida Statute Chapter 617.

The undersigned Incorporator, by these Articles, forms a Corporation not for profit pursuant to the laws of the State of Florida, and adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of this Corporation is **DEFUNIAK SPRINGS LANDMARKS, INC.,** referred to as "the Corporation".

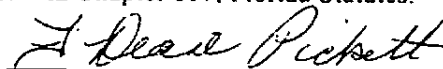
ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The Corporation's principal place of business and mailing address is 676 Circle Drive, DeFuniak Springs, Florida 32435.

ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the Corporation is F. Diane Pickett and the address of the registered agent is 676 Circle Drive, DeFuniak Springs, Florida 32435.

THE UNDERSIGNED hereby accepts the office of registered agent and confirms that he is familiar with the obligations of that position as set forth in Chapter 617, Florida Statutes.



F. DIANE PICKETT
Registered Agent

ARTICLE IV
PURPOSE

The purposes for which the Corporation is formed and the business and objectives to be carried on and promoted by it are as follows:

(A) The preservation of historic and cultural sites, building and objects in the DeFuniak Springs - Walton County area; and, to own and receive donations of sites, buildings and objects in the DeFuniak Springs - Walton County area which are significant in the history and culture of said area; and, to preserve and administer them for public benefit; and, to maintain the cultural and

picturesque charm of said DeFuniak Springs - Walton County area; and, to carry out all necessary preservation programs and functions to effect any of the foregoing; including but not limited to the right to acquire, own, lease, exchange and sell real estate or other property, whether acquired through gift of purchase, which may in any wise serve the objects aforementioned, and encumber such by lien or mortgage or otherwise and to execute trusts in connection therewith and to carry out such enterprises and to perform such contracts in pursuance of its objects, but at no time for pecuniary gain to its members; and to conduct or sponsor fund raising projects, with the entire net proceeds applied to one or more of its benevolent objects.

(B) To carry out its purpose, the corporation may exercise the powers permitted not for profit corporations under Chapter 617 of the Florida Statutes; provided, however, that this Corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purpose for which it has been organized as described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

(C) The Corporation is irrevocably dedicated to and operated exclusively for not for profit purposes; and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of any member, director, officer, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its exempt purposes.

ARTICLE V POWERS

The Corporation is empowered:

(A) The above purposes shall be construed as both objects and powers, and the enumeration of specific purposes shall not be held to limit or restrict in any manner the powers of this corporation.

(B) In the event of dissolution, winding up, or other liquidation of the assets of this Corporation, the residual assets of the Corporation will be turned over only to one or more organizations created and operated for non-profit purposes similar to those of the Corporation and which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding sections of any or future law, or to the Federal, State or local government for exclusive public purpose.

(C) Notwithstanding any other provisions of these articles, this Corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or any other corresponding provision of any future United States internal revenue law.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
17 SEP 14 PM 2:44

ARTICLE VI
DIRECTORS

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be not less than three; provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named in this certificate of incorporation as the first board of directors shall hold office until the first meeting of members, at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for such terms as are provided for in the bylaws.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of the persons who are to serve as the initial directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
F. Diane Pickett	676 Circle Drive DeFuniak Springs, Florida 32435.
Dewey E. Ray	40201 Mill Creek Avenue Alpharetta, Georgia 30022
Deborah Channell	4530 Golf Villa Court, #503 Destin, Florida 32541
William V. Linne	17 West Cedar Street, Suite 3 Pensacola, Florida 32502
Kenny A. Cranford	5194 Dogwood Drive Milton, Florida 32570

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
17 SEP 14 PM 2:44

ARTICLE VII
OFFICERS

The board of directors shall elect the following officers: Chairman, Treasurer and Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

<u>OFFICE</u>	<u>NAME OF OFFICER</u>
Chairman	F. Diane Pickett
Treasurer	Kenny A. Cranford
Secretary	Deborah Channell

ARTICLE IX
BY-LAWS

By-Laws of the Corporation may be adopted, made, altered, or rescinded by the Directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles nor any limitations set forth in the laws of the State of Florida.

ARTICLE X
AMENDMENTS

Amendment to the Articles of Incorporation may be proposed by any Director at a regular or special business meeting of the Board of Directors at which a majority is present and must be adopted by a majority vote of the Board of Directors present and voting at such meeting properly called and noticed as provided in the By-Laws.

ARTICLE XI
INCORPORATOR

The name and address of the Incorporator are as follows:

<u>NAME</u>	<u>ADDRESS</u>
F. Diane Pickett	676 Circle Drive DeFuniak Springs, Florida 32435

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
17 SEP 14 PM 2:44

ARTICLE XII
DURATION

The corporation shall have perpetual duration.

ARTICLE XIII
EFFECTIVE DATE OF INCORPORATION

This Corporation shall be deemed to have come into existence on the date these Articles of Incorporation are executed.

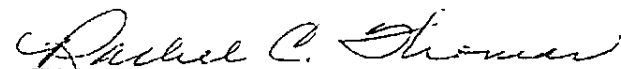
IN WITNESS WHEREOF, the undersigned Incorporator of this Corporation, for the purpose of forming this nonprofit charitable corporation under the laws of the State of Florida, have executed these Articles of Incorporation on the 31st day of AUGUST, 2017.


Incorporator: F. DIANE PICKETT

STATE OF FLORIDA
COUNTY OF WALTON

The foregoing instrument was acknowledged before me this 31st day of AUGUST 2017, by F. DIANE PICKETT, who is personally known to me.




NOTARY PUBLIC
Typed Name: RACHEL C. THOMAS
Commission Expires: APRIL 05, 2020
Commission No. FF979082

F:\CLIENTS\PICKETT, F. Diane\DeFuniak Landmarks - Foundation\ARTICLES.wpd.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
17 SEP 14 PM 2:44