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#### FLORIDA PROFIT/NON PROFIT CORPORATION

Hope Springs Florida, Inc.

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October 12, 2017

#### FLORIDA DEPARTMENT OF STATE

Division of Corporations

GRAYROBINSON, P.A. - ORLANDO

SUBJECT: HOPE SPRINGS FLORIDA, INC.

REF: W17000081165

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Nadira D McClees-Sams Regulatory Specialist II FAX Aud. #: H17000268242 Letter Number: 717A00020619

cni

#### HOPE SPRINGS FLORIDA, LLC 25 North Market Street Jacksonville, FL 32202

To Whom It May Concern:

The undersigned hereby consent to the use of the name "Hope Springs Florida, Inc." by Joseph A. Rodgers and Ann O'Keeffe Rodgers, in connection with any lawful business.

Sincerely,

Date: 9 007 17

Joseph A. Rodgers

Date: /9/17

Ann O'Keeffe Rodgers

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#### ARTICLES OF INCORPORATION

**OF** 

#### HOPE SPRINGS FLORIDA, INC.

# ARTICLE 1 CORPORATE NAME

The name of this non-profit corporation is HOPE SPRINGS FLORIDA, INC. (the "Corporation").

# ARTICLE II PRINCIPAL OFFICE

The street address and mailing address of the principal office of this Corporation is 25 North Market Street, Jacksonville, Florida 32202.

### ARTICLE III PURPOSE FOR WHICH FORMED

This Corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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. This Corporation shall be a nonprofit corporation. Without limiting the foregoing, this Corporation is organized to assist families with Special Needs Children to enjoy some relaxation and recreation in an environment designed for and conditioned to Special Needs Children.

Upon dissolution of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Corporation, shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Service, 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 purpose or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

No substantial part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf H17000268242 3

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of, or in opposition to, any candidate for public office.

No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these articles.

Notwithstanding any other provision of these articles, this Corporation shall not carry on any other activities not permitted to be carried on (a) 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 (b) 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.

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.

## ARTICLE IV ELECTION OR APPOINTMENT OF DIRECTORS

The directors of the corporation shall be elected by the membership, pursuant to the terms and provisions of the bylaws of the Corporation.

### ARTICLE IV INITIAL OFFICERS AND/OR DIRECTORS

The initial Board of Directors of this corporation are as follows:

Joseph A. Rodgers, III 25 North Market Street Jacksonville, FL 32202

Ann O'Keeffe Rodgers 25 North Market Street Jacksonville, FL 32202

Members of the initial board of directors shall serve until their earlier resignation, or removal

by vote of the initial board, or until the election of their successors as provided in the bylaws.

Commission Sistems (1994)

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#### ARTICLE VI AMENDMENTS AND BYLAWS

These Articles of Incorporation may be amended in the manner provided by Florida law. Either the membership or initial or subsequent board of directors may repeal, amend, or adopt bylaws for the corporation, pursuant to these articles, except that the membership may prescribe in any bylaw made by them that such bylaw shall not be altered, repealed, or amended by the board of directors.

## ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the state of Florida is 50 North Laura Street, Suite 1100, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is James A. Nolan, Esquire. The board of directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

### ARTICLE VIII INCORPORATOR

The name and address of the Incorporator of this corporation is:

James A. Nolan, Esquire 50 North Laura Street, Suite 1100 Jacksonville, Florida 32202

IN WITNESS WHEREOF, the undersigned, on behalf and in the name of the Incorporator, has hereunto set his hand this Aday of October, 2017.

James A. Nolan, Esquire ...

Incorporator

H170002682423

# CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT OF HOPE SPRINGS FLORIDA, INC.

Pursuant to Section 617.0501, Florida Business Corporation Act, JAMES A. NOLAN, ESQUIRE, located at 50 North Laura Street, Suite 1100, Jacksonville, Florida, 32202, having been named as registered agent to accept service of process upon HOPE SPRINGS FLORIDA, INC., hereby accepts the appointment as registered agent, agrees to act in that capacity, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties as registered agent, acknowledging hereby that it is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has caused this Certificate to be executed in Jacksonville, Duval County, Florida on this Aday of October, 2017.

James A. Nolan, Esquire

Registered Agent