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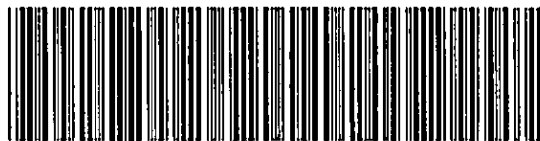
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2018 MAY 24 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

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

SUBJECT: Pelican Research Group Inc

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Dr. John F. Crowley

Name (Printed or typed)

9650 South Ocean Drive, #1707

Address

Jensen Beach, FL 34957

City, State & Zip

207-944-1647

Daytime Telephone number

jfpc51@yahoo.com

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

NOTE: Please provide the original and one copy of the articles.

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

ARTICLE I NAME

The name of the corporation shall be: Pelican Research Group Inc.

ARTICLE II PRINCIPAL OFFICE

Principal street address:

Mailing address, if different is:

9650 South Ocean Drive, #1707

Jensen Beach, FL 34957

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: See Attachment to Articles of Incorporation

ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed: As provided for in the

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Dr. John F. Crowley, President

Name and Title: _____

Address 9650 South Ocean Drive, #1707

Address: _____

Jensen Beach, FL 34957

Name and Title: Dr. Robert B. Scheffer, Vice President

Name and Title: _____

Address 327 S 7th Street

Address: _____

Fernandina Beach, FL 32034

Name and Title: Gwynne Reed, Vice President

Name and Title: _____

Address 2159 Clinton Avenue

Address: _____

Alameda, CA 94501

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2018 MAY 24 AM 10:48

FILED

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

ARTICLE VI REGISTERED AGENT

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

Name: Appelrouth Consulting Corp

Address: 999 Ponce de Leon Blvd, Suite 625

Coral Gables, FL 33134

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: Dr. John F. Crowley

Address: 9650 South Ocean Drive, #1707

Jensen Beach, FL 34957

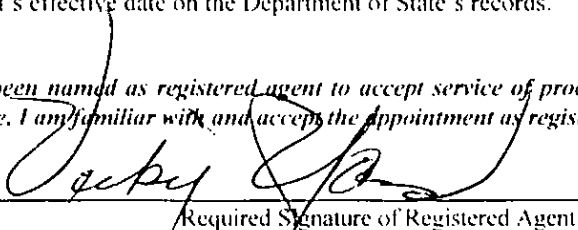
ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

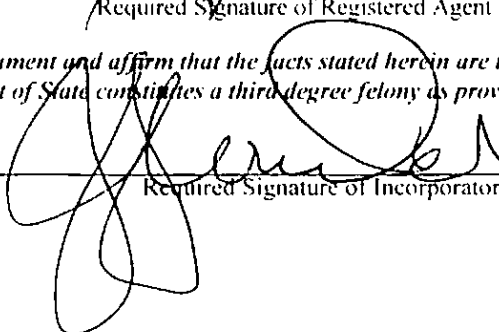
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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

5/22/18
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

5/23/18
Date

**Attachment to
Articles of Incorporation of
PELICAN RESEARCH GROUP INC
(a Florida Not for Profit Organization)**

**ARTICLE I
Name**

The name of the corporation shall be: **PELICAN RESEARCH GROUP INC.**

**ARTICLE II
Principal Office**

The principal address of the Corporation shall be: 9650 South Ocean Drive #1707, Jensen Beach, FL 34957.

**ARTICLE III
Nature of Business**

The purposes for which the Corporation is formed are exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its regulations as the same now exist or as they may be hereafter amended from time to time (the "Code"), or the corresponding provision of any future United States Internal Revenue Law (the "Revenue Laws"). In carrying out such purposes, this Corporation shall have all of the powers and authorities granted by statute and law, including the power and authority to accept gifts, devises and other contributions for charitable purposes, to hold and administer the funds and properties received and to expend, contribute and otherwise dispose of funds or properties for charitable purposes either directly or by contribution to other Section 501 (c)(3) organizations organized and operated exclusively for charitable purposes; provided, however, said powers and authorities shall be exercised only in furtherance of charitable purposes.

**ARTICLE IV
Manner of Election**

The manner in which the directors are elected and appointed are as provided for in the Bylaws.

**ARTICLE V
Initial Officers and/or Directors**

The initial officers are as follows:

President: Dr. John F. Crowley
9650 South Ocean Drive, #1707
Jensen Beach, FL 34957

Vice President: Dr. Robert B. Scheffer
327 S 7th Street
Fernandina Beach, FL 32034

Vice President: Gwynne Reed
2159 Clinton Avenue
Alameda, CA 94501

ARTICLE VI
Registered Agent

The name and Florida street address of the registered agent is: Appelrouth Consulting Corp., 999 Ponce de Leon Blvd, Suite 625, Coral Gables, FL 33134.

ARTICLE VII
Incorporator

The name and address of the Incorporator is: Dr. John F. Crowley, 9650 South Ocean Drive, #1707, Jensen Beach, FL 34957

ARTICLE VIII
Powers

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction with others, to do any and all lawful acts and things to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation was organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any such purposes. Notwithstanding anything herein to the contrary the Corporation shall exercise only such powers as are set forth in furtherance of exempt purposes or organizations set forth in Section 5401(c)(3) of the Code (or corresponding provisions of any subsequent Revenue Laws).

ARTICLE IX
Terms of Existence

The date when corporate existence shall commence shall be the date of filing of these Articles of Incorporation in the office of the Secretary of State of the State of Florida and the Corporation shall have perpetual existence thereafter.

ARTICLE X
Bylaws

The Board of Directors of this Corporation shall provide such Bylaws for the conduct of its business and the carrying out of its purpose as they deem necessary from time to time.

ARTICLE XI
Amendments

Amendments to these Articles of Incorporation shall be proposed by the officers of the Corporation and approved by the Board of Directors of the Corporation by a 100% vote of a quorum present at a meeting duly called in accordance with the Bylaws of the Corporation.

ARTICLE XII
Limitations on Actions

All the assets and earnings of the Corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of or be distributable to its members, trustees, officers or any other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth in Article III hereof. No substantial part of the Corporation's activity shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or interfere with (including the publication or distribution of statements regarding) 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 activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501 (c)(3) or the Code (or corresponding provisions of any subsequent Revenue Laws), or any organization, contributions to which are deductible under Section 170(c)(2) of the Code (or corresponding provisions of any subsequent Revenue Laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income or assets to any members, Directors or officers, and the private property of the subscribers, members, Directors and officers shall not be liable for the debts of the Corporation.

In particular, but without limitation of the generality of the foregoing paragraph, during such time as the Corporation may be considered a private foundation as defined in Section 509(a) of the Code (or corresponding provisions of any subsequent Revenue Laws) it shall not:

- (i) fail to distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code (or corresponding provisions of any subsequent Revenue Laws);
- (ii) engage in any net of self-dealing as defined in Section 4941 (d) of the Code (or corresponding provisions of any subsequent Revenue Laws);
- (iii) retain any excess business holdings as defined in Section 4943(c) of the Code (or corresponding provisions of any subsequent Revenue Laws);
- (iv) make any investment in such manner as to subject it to tax under Section 4944 of the Code (or corresponding provisions of any subsequent Revenue Laws);
- (v) make taxable expenditures as defined in Section 4945(d) of the Code (or corresponding provisions of any subsequent Revenue Laws).

ARTICLE XIII

Indemnification

Each person who is or was a Director, trustee, officer or employee of the Corporation, whether elected or appointed, including the heirs, executors, administrators or estate of any person, shall be indemnified by the Corporation to the full amount against any liability, and the reasonable cost, or expense (including attorneys' fees, monetary or other judgments, fines, excise taxes or penalties and amounts paid or to be paid in settlement) incurred by such person in such person's capacity as a Director, trustee, officer, or employee; provided, however, that no such person shall be indemnified against any such liability, cost or expense, incurred in connection with any action, suit or proceeding in which such person shall have been adjudged liable on the basis that personal benefit was improperly received by such person, or if such indemnification would be prohibited by law. Such right of indemnification shall be a contract right and shall include the right to be paid by the Corporation the reasonable expenses incurred in defending any threatened or pending action, suit or proceeding in advance of its final disposition; provided, however, that such advance payment of expenses shall be made only after delivery to the Corporation of an undertaking by or on behalf of such person to repay all amounts so advanced if it shall be determined that such person is not entitled to such indemnification. Any repeal or modification of this Article IVX shall not affect any rights or obligations then existing. If any indemnification payment required by this Article IVX is not paid by the Corporation within ninety (90) days after a written claim has been received by the Corporation, the Director, trustee, officer or employee may at any time thereafter bring suit against the Corporation to recover the unpaid amount and, if successful in whole or in part, such person shall also be entitled to be paid the expense of prosecuting such claim. The Corporation may maintain insurance, at its own expense, to protect itself and any such person against any such liability, cost or expense, whether or not the Corporation would have the power to indemnify such person against such liability, cost or expense, under the Florida Not For Profit Corporation Act, or under this Article IVX, but it shall not be obligated to do so. The indemnification provided by this Article IVX shall not be deemed exclusive of any other rights which those seeking indemnification may have or hereafter acquire under any Bylaw, agreement, statute, vote of the Board of Directors or otherwise. If this Article IVX or any portion thereof shall be invalidated on any ground by any court of competent jurisdiction, then the Corporation nevertheless shall indemnify each such person, to the full extent permitted by any applicable portion of this Article IVX that shall not have been invalidated or that remains enforceable under any other applicable law.

ARTICLE IVX

Limitation of Director Liability

No Director shall be personally liable to the Corporation for monetary damages for breach of his or her duties as a Director except for liability:

- a) For any transaction in which the Director's personal financial interest is in conflict with the financial interests of the Corporation;
- b) For acts or missions not in good faith or which involve intentional misconduct or are known to the Director to be a violation of law; or
- c) For any transaction from which the Director derives an improper personal benefit.

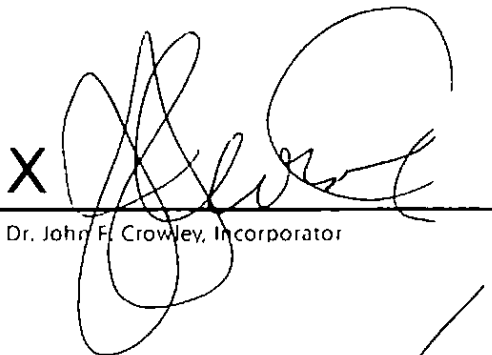
If the Florida Not For Profit Corporation Act is amended after approval of these Articles of Incorporation to authorize corporate action further eliminating or limiting the personal liability of Directors, then the liability of a Director of the Corporation shall be deemed to be eliminated or limited by this provision to the fullest extent then permitted by the Florida Not For Profit Corporation Act, as so amended. Any repeal or modification of this Article XV shall not adversely affect any right or protection of a Director of the Corporation existing at the time of such repeal or modification.

ARTICLE XV

Dissolution

Upon dissolution of the Corporation, all of its assets remaining after payment of or provision for all liabilities of the Corporation, including costs and expenses of such dissolution, shall be utilized exclusively for the exempt purposes of the Corporation or distributed to an organization described in Section 501(c)(3) or 170(c)(2) of the Code (or corresponding provisions of any subsequent Revenue Laws) as shall be selected by the last Board of Directors of the Corporation. None of the assets will be distributed to any member, officer or Director of this Corporation. Any such assets not so disposed of shall be disposed of by the circuit court 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.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this ____th day of May, 2018.

X 

Dr. John F. Crowley, Incorporator