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(City/State/Zip/Phone #)

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(Document Number)

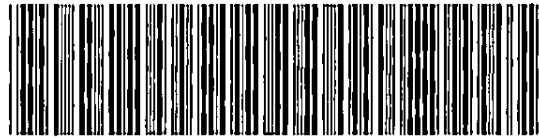
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RECEIVED
18 SEP -6 AM 11:40
STATE OF CALIFORNIA
DEPARTMENT OF REVENUE
18 SEP -6 AM 10:30
SAC

Holland & Knight

Requester's Name
315 South Calhoun Street, suite 600

Address
Tallahassee, FL 32301 (850)425-5686
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Florida Recycling Partnership Foundation, Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☒ Certificate of Status

NEW FILINGS

- ☐ Profit
☒ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

18 SEP - 1 AM 10:36
FALLON

Examiner's Initials

COVER LETTER

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

SUBJECT: Florida Recycling Partnership Foundation, 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: Eddie Williams
Name (Printed or typed)
315 South Calhoun Street, Suite 600
Address
Tallahassee, FL 32301
City, State & Zip
850-224-7000
Daytime Telephone number
keyna@flrecycling.org
E-mail address: (to be used for future annual report notification)

19 SEP - 3 AM 10:00
SEC. 11

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

**ARTICLES OF INCORPORATION
OF
FLORIDA RECYCLING PARTNERSHIP FOUNDATION, INC.**

**ARTICLE I
Corporate Name and Principal Office**

The name of the Corporation is FLORIDA RECYCLING PARTNERSHIP FOUNDATION, INC. The principal office of this corporation shall be located at 730 East Park Avenue, Tallahassee, Florida 32301.

**ARTICLE II
Corporate Nature**

This is a non-profit corporation, organized solely for general educational, charitable, and scientific purposes pursuant to the Florida Not For Profit Corporations Act set forth in Chapter 617 of the Florida Statutes.

**ARTICLE III
Duration**

The term of existence of the Corporation is perpetual.

**ARTICLE IV
General and Specific Purposes**

The specific and primary purposes for which this Corporation is formed are:

- (a) To educate policy makers, business leaders, and the general public on the benefits of recycling and for the advancement of recycling education and science, and any related or corresponding educational or scientific purposes, either by the distribution of its funds for, or the provision of services relating to, such purposes.
- (b) To develop and organize charitable resources to advance recycling in Florida, promote education regarding recycling, community outreach, and research with respect to improving the recycling system and the reduction of waste in the State of Florida.
- (c) To carry on, through the use of the corporation's assets, including the income therefrom, the improvement of recycling and the reduction of waste in Florida through the dissemination to the public information relating to recycling and the reuse of materials whenever possible, and the fostering and sponsoring of educational and scientific programs designed to advance such purposes.
- (d) To receive by bequest, gift, devise, or in any other manner, money, assistance, and any other form of contribution whether of real, personal or mixed property, from any and every source, governmental as well as private, and particularly from any person, or firm or from any public or private corporation or association of whatsoever nature, to be used in the furtherance of the objects of this corporation.
- (e) So long as consistent with the above-listed purposes, to carry out any and all powers conferred upon not for profit corporations by the Florida statutes.

18 SEP -
2018

(f) To operate exclusively and always in any other manner for such educational, charitable, and scientific purposes as will qualify it as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

ARTICLE V

Management of Corporate Affairs

(a) Board of Directors. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the Corporation shall be not less than three (3) nor more than thirteen (13). The manner in which the Directors are elected shall be stated in the Corporation's Bylaws.

Any action required or permitted to be taken by the Board of Directors under provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing or electronic form 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 which 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 the Bylaws of this Corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

(b) Corporate officers. The Board of Directors shall elect the following officers: Chair, Vice-Chair, Secretary/Treasurer, 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 meeting of the Board of Directors. Thereafter, the officers shall be elected at the annual meeting of the Board of Directors. One individual may not hold more than one office simultaneously. Vacancies shall be filled in accordance with the terms set forth in the Bylaws.

(c) Qualifications of Directors and officers. The eligibility requirements for the Directors and officers shall be stated in the Bylaws.

ARTICLE VI

Earnings and Activities of Corporation

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, Directors, 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 Article IV hereof.

(b) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provision of these articles, the 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 provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue Code).

(d) Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

ARTICLE VII

Distribution of Assets

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Code), as the Board of Directors shall determine or to the federal, 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 in the county in which the principal office of the Corporation is then located, exclusively for such purpose or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

Membership

Membership of the Corporation and qualifications for membership shall be regulated as stated in the Bylaws of the Corporation.

ARTICLE IX

Incorporators

The name and street address of the Incorporators of this corporation are as follows:

<u>Name</u>	<u>Address</u>
Eddie Williams, III	Holland & Knight LLP 315 South Calhoun Street Suite 600 Tallahassee, Florida 32301

ARTICLE X

Bylaws

The Bylaws of the Corporation shall be adopted or amended by the Board of Directors at any regular or special meeting in the manner provided for in the Bylaws, provided that the Bylaws and amendments thereto shall not conflict with the provisions of these Articles of Incorporation.

ARTICLE XI
Declaration of Assets

The property of this Corporation is irrevocably dedicated to educational, scientific, and charitable purposes: no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XII
Registered Agent and Office

The name and address of its registered agent shall be KEYNA CORP
730 E. PARK AVE, Florida 32301
TALLAHASSEE

ARTICLE XIII
Amendment of Articles

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote.

THUS DONE AND PASSED before me, in TALLAHASSEE, Florida, Leon County on this 5th day of SEPTEMBER, 2018, in the presence of the undersigned after due reading of the whole.

Kim Brunner, Clerk
Name / Title

Name/Title

[Signature] Secretary / C. BRASHNICK
Name / Title

Name/Title

18 SEP - 6 AM 10:30
ALL

Acceptance of Registered Agent

I agree to act as registered agent for the Corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of the Florida Not For Profit Corporation Act, and acknowledge that I am familiar with, and accept, the obligations of such position.

KEYNA CORY

[Print Name]

9/5/18

Date

10 SEP - 2 AM 10:30
ALL VOTERS