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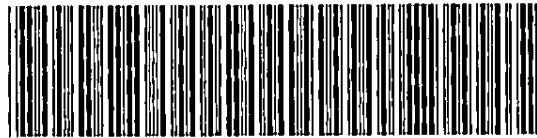
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19 FEB 14 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N CULLIGAN

FEB 14 2019



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 11, 2019

FONTAINE DRIP INC
102 AUSTIN COURT
MARY ESTHER, FL 32569

SUBJECT: FONTAINE DRIP INC
Ref. Number: W19000003477

We have received your document for FONTAINE DRIP INC and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles must be filled out in compliance 617 Florida Statutes. I am enclosing our form for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Neysa Culligan
Regulatory Specialist II

Letter Number: 019A00000857

**ARTICLES OF INCORPORATION OF
Fontaine Drip Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Daniel McClain acting as incorporator of a corporation under the Florida Statutes Chapter 617 adopts the following articles of incorporation:

Article I: Name

The name of the corporation is Fontaine Drip Inc.

Article II: Principal Office

The street address of the principal office is 702 Avenue Du Fontaine Bleau, Mary Esther, FL 32569

Article III: Purpose

This corporation is organized exclusively for providing scholarships, especially to students with a financial need who are attending historically black colleges or universities; improving school programs; promoting veterans' causes; and the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

Notwithstanding any of the statements of purposes and powers of this corporation contained herein, the corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the specific purposes of this corporation.

Article IV: Duration

The corporation shall have perpetual duration.

Article V: Tax Exemption Requirements

(a) The corporation is organized and operated exclusively for the purposes set forth herein.

(b) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

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

Article VI: Restrictions on Private Foundations

Notwithstanding any other provision in these Articles, if this corporation is deemed or determined to be a "private foundation" within the meaning of section 509 of the Internal Revenue Code, then this corporation shall be subject to the following limitations and restrictions:

(a) The corporation shall 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 Internal Revenue Code, or the corresponding section of any future federal tax code.

(b) The corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(c) The corporation shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(d) The corporation shall not make any investment in such manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(e) The corporation shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article VII: Members

As stated by the bylaws.

Article VIII: Registered Agent

The name of the original registered agent is Daniel McClain.

The street address of the registered agent is 102 Austin Court, Mary Esther, FL 32569.

Article IX: Board of 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 five; provided, however, that the number of directors can be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

Directors elected at the first annual meeting and at all times thereafter shall serve for a term of one year.

Annual meetings shall be held each year at such place and time as the Board of Directors may designate by resolution approved by a majority.

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 consent in writing to such action. Such action by written consent will 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 relating to actions so taken must 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/officers are:

Name

Address

William J. McNeil, President

6080 Regent Manor, Lithonia, GA 30058

Tilton C. Jackson, Vice President

1008 East 13th Court, Panama City, FL 32401

Daniel V. McClain, Secretary and Chief Financial Officer

102 Austin Court, Mary Esther, FL 32569

Alfonso L. Lowry, Chief Information Officer

581 Chicopee Court, Apt. A, Tallahassee, FL 32301

Apollo A. Williams, Chief Operating Officer

2559 Hidden Estates Circle, Navarre, FL 32566

Article IX: Manner of Election

The initial directors were appointed by the founder William J. McNeil. Directors will be elected by majority vote of the board at an annual meeting.

Article X: Incorporator

The name and address of the incorporator is:

Daniel V. McClain

102 Austin Court, Mary Esther, FL 32569

Article XI: Bylaws

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Statutes Chapter 617 concerning corporation action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted either by a resolution of the Board of Directors or by following the procedures set forth for such action in the bylaws.

Article XII: Property and Profits

The property of this corporation is irrevocably dedicated to the purposes set forth in Article II herein and 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 person, 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 purpose or purposes set forth in Article II herein.

Article XIII: Distribution Upon Dissolution

Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purpose(s) within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, 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 purposes or to such organization or organizations, as such court shall determine, that are organized and operated exclusively for such purposes.

Article XIV: Amendments

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. Amendments may be adopted by a vote of two-thirds of a quorum of members of the corporation.

Article XV: Limited Liability of Directors and Officers

The officers and directors shall not be individually liable for the corporation's debts or other liabilities, and the private property of such individuals shall be exempt from any corporate debts or liabilities. The power of indemnification under the laws of Florida shall not be denied or limited by the bylaws.

Article XVI: Effective Date

I, the undersigned, being the incorporator of this corporation for the purpose of forming this nonprofit charitable corporation under the laws of Florida have executed these articles of incorporation effective January 1, 2019.

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.



Daniel V. McClain

I, the undersigned, 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.



Daniel V. McClain

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