

06/19/2019 15:03

Division of Corporations

(FAX) 845 818 3588

P.00100

Page 1 of 2

N190000003299

2019 JUN 19 PM 3:02

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H19000191998 3)))



H190001919983ABCE

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : VCORP SERVICES, LLC
Account Number : I20080000067
Phone : (845) 425-0077
Fax Number : (845) 818-3588

FILED
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
19 JUN 19 PM 12:13

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: statenotices@vcorpservices.com

FLORIDA PROFIT/NON PROFIT CORPORATION
INTERNATIONAL GEOSYNTHETICS SOCIETY
FOUNDATION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

C RICO
JUN 19 2019

**ARTICLES OF INCORPORATION OF
INTERNATIONAL GEOSYNTHETICS SOCIETY FOUNDATION, INC.**

A Florida Not For Profit Corporation

The undersigned incorporator, desiring to form a not for profit corporation under the Florida Not For Profit Corporation Act (Chapter 617, Florida Statutes), hereby certifies the following:

ARTICLE I – NAME

The name of the corporation is INTERNATIONAL GEOSYNTHETICS SOCIETY FOUNDATION, INC.

ARTICLE II – OFFICE AND PLACE OF BUSINESS

The principal office and place of business of the corporation shall be 1934 Commerce Lane, Suite 4, Jupiter, Palm Beach County, Florida 33458.

ARTICLE III – TERM OF EXISTENCE

The corporation shall have perpetual duration.

ARTICLE IV – PURPOSE

The corporation is organized, and shall be operated for, educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future tax code ("Code"). The specific purposes for which the corporation is organized to foster and advance the educational, research, and charitable activities of the International Geosynthetics Society.

ARTICLE V – OPERATIONS

Provisions for regulating the affairs of the corporation, including provisions for distribution of assets on final liquidation, are as follows:

A. Notwithstanding any other provisions 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 501(c)(3) of the Code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code, (c) or by a corporation incorporated under the Florida Not For Profit Corporation Act.

B. No part of the net earnings of the corporation shall inure to the benefit of any private individual, or any officer, director, employee or agent of the corporation or substantial contributor to it, except as reasonable compensation for services actually rendered to the corporation.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
19 JUN 19 PM 12:13

C. No loan shall be made by the corporation to any director or officer of the corporation.

D. The corporation shall not directly or indirectly participate or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office, nor shall any substantial part of its activities consist of attempting to influence legislation by propaganda or otherwise.

E. Upon dissolution of the corporation, its assets shall be distributed to the International Geosynthetics Society, provided that the International Geosynthetics Society is at such time exempt under Section 501 (c) (3) of the Internal Revenue Code (or corresponding section of any future tax code). If the International Geosynthetics Society is not exempt under Section 501(c)(3), then the assets of the corporation will be distributed to one or more organizations that are exempt under Section 501(c)(3).

ARTICLE VI – LIMITED LIABILITY

It is intended that the corporation be an organization the Officers and Directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

ARTICLE VII – REGISTERED AGENT AND OFFICE

Vcorp Services, LLC
5011 South State Road 7, Suite 106
Davie, FL 33314

ARTICLE VIII – BOARD OF DIRECTORS

The management of this corporation is hereby vested in a Board of Directors. The number of Directors, their terms, their qualifications, and their manner of election shall be as specified in the bylaws of the corporation, provided that at least a majority of the members of the Board of Directors shall be selected or approved by the Board of Directors of the International Geosynthetics Society.

The number of initial directors shall be three (3), and the names and address of the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Boyd Ramsey	1934 Commerce Lane, Suite 4 Jupiter, Florida 33458
Ian Fraser	1934 Commerce Lane, Suite 4 Jupiter, Florida 33458.

Jacques Cote

1934 Commerce Lane, Suite 4
Jupiter, Florida 33458.

ARTICLE IX – MEMBERSHIP

There shall be no members of the corporation.

ARTICLE X – INCORPORATOR

The name and address of the Incorporator is: Larissa DeFreese, 25 Robert Pitt Drive, Suite 204, Monsey, NY 10952.

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.



Signature of Incorporator

6/19/19

Date

ACCEPTANCE BY REGISTERED AGENT

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.



Signature of Registered Agent

6/19/19

Date