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FLORIDA PROFIT/NON PROFIT CORPORATION NORTH FOLK INC.

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Estimated Charge	\$78.75

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Please refer to Article I.

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ARTICLES OF INCORPORATION
OF THE
NORTH FOLK INC.

The undersigned subscriber, desiring to form a corporation not-for-profit under Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation shall be NORTH FOLK INC. For convenience, the NORTH FOLK INC. is hereinafter referred to as the "North Folk."

ARTICLE II
DURATION AND COMMENCEMENT

The duration of the North Folk shall be perpetual and the commencement of the corporate existence shall be as of the time of filing of the Articles of Incorporation.

ARTICLE III
PURPOSES, NATURE AND POWERS

The purpose for which the North Folk is organized and the general nature of the activities shall be as follows:

A. The North Folk is a non-stock, not for profit corporation organized solely for the public interest of its members, pursuant to Florida Statutes, Chapter 617.

B. The North Folk shall not engage in any activity for pecuniary profit.

C. The North Folk is organized exclusively for charitable, educational and scientific purposes, 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 of 1954 (or the corresponding provision of any future federal tax code).

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West Palm Beach, FL 33407
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D. The North Folk is organized to engage in activities as a private corporation under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future federal tax code); including without limitation, to provide marine vessel skills training to underserved youth, and to raise funds for the benefit of organization issues that qualify under Section 501(c)(3) of the Internal Revenue Code, as well as other eligible charitable institutions that qualify under Section 501(c)(3) of the Internal Revenue Code.

E. No part of the net earnings of the North Folk shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the North Folk shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the exempt purposes set forth herein. No substantial part of the activities of the North Folk shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the North Folk 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. Notwithstanding any other provision of these articles, the North Folk shall not carry on any other activities not permitted to be carried on:

- (1) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future federal tax code); or
- (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future federal tax code).

F. The North Folk will endeavor to distribute its income for each tax year at a time and in a 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.

G. The North Folk will 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.

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H. The North Folk will 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.

I. The North Folk will not make any investments in a 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.

J. The North Folk will 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 IV MEMBERSHIP AND ADMISSION

Membership and manner of admission of members of the North Folk shall be as set forth in the By-Laws of the North Folk.

ARTICLE V DISTRIBUTION OF ASSETS ON DISSOLUTION

Upon the dissolution of the North Folk, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the North Folk, dispose of all of the assets of the North Folk exclusively for the purposes of the North Folk 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 of 1954, or other corresponding provision of any future United States Internal Law, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court in and for Palm Beach County, Florida, or such other Circuit Court in which the principal office of the North Folk 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.

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ARTICLE VI DIRECTORS

A. Number of Directors: The property, business and affairs of the North Folk shall be managed by a Board of Directors, which shall consist of as many persons as the Board of Directors shall from time to time determine but not less than three (3) or more than five (5) persons.

B. Election of Directors. Election of Directors of the North Folk shall be as set forth in the By-Laws of the North Folk.

C. Original Board of Directors: The names and addresses of the first Board of Directors of the North Folk are as follows:

Chris Evert
1126 Federal Highway
Ft. Lauderdale, FL 33316

John Barnes
1126 Federal Highway
Ft. Lauderdale, FL 33316

Dan Bumby
1126 Federal Highway
Ft. Lauderdale, FL 33316

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ARTICLE VII OFFICERS

A. Subject to overall supervision of the Board of Directors of the North Folk and to any special provisions of the By-Laws of the North Folk, the affairs of the North Folk are to be managed by the following officers (who will be elected at the annual meeting of said Board of Directors to be held at such time as may be determined by the By-Laws):

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1. President; Secretary; and Treasurer. The office of President, Secretary and Treasurer may be held by one (1) person.

2. The names of the persons to serve as officers until the first election of officers are as follows:

<u>Name</u>	<u>Office</u>
Chris Evert	President
Chris Evert	Treasurer
Chris Evert	Secretary

ARTICLE VIII BY-LAWS

The Board of Directors shall adopt By-Laws consistent with these Articles of Incorporation. Such By-Laws may be altered, amended or repealed by the Membership in the manner set forth in the By-Laws.

ARTICLE IX INCORPORATOR

The name and address of the Incorporator of the North Folk is:

<u>Name</u>	<u>Address</u>
Adam R. Seligman, Esq.	4420 Beacon Circle West Palm Beach, FL 33407

ARTICLE X INITIAL REGISTERED OFFICE, AGENT AND ADDRESS

The initial registered office of this North Folk shall be at 4420 Beacon Circle, West Palm Beach, Florida 33407 with the privilege of having its office and branch offices at other places within or outside the State of Florida. The initial registered agent at that address shall be Adam R. Seligman, Esq. The initial principal office of the North Folk shall be at 1126 S. Federal Highway, 429, Ft. Lauderdale, Florida 33316.

<Signatures on the Following Page>

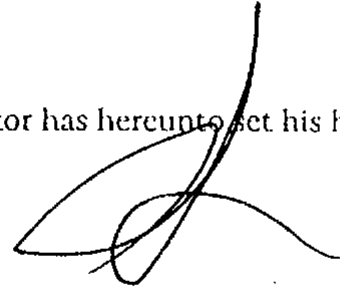
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IN WITNESS WHEREOF, the said Incorporator has hereunto set his hand this 25th day of July, 2019.



Adam R. Seligman, Incorporator

STATE OF FLORIDA; COUNTY OF PALM BEACH) ss:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Adam R. Seligman, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed. WITNESS my hand and official seal in the County and State last aforesaid this 25th day of July, 2019.



Notary Public, State of Florida at Large
My Commission Expires:

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CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

ACKNOWLEDGMENT:

Having been named to accept service of process for NORTH FOLK INC., at the initial registered office of the North Folk in this State designated in its Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of §617.0503 Florida Statutes.

Date: July 25, 2019

By: 

Adam R. Seligman
Registered Agent

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TALLAHASSEE, FL

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