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FLORIDA PROFIT/NON PROFIT CORPORATION JEB JACKSONVILLE TITLE HOLDING

COMPANY, INC. CORPORATION

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P. 1

* * * Communication Result Report (Nov. 13. 2019 11:53AM) * * *

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4697 Memory TX	18506176381	P. 6	CK	

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November 14; 2019

FLORIDA DEPARTMENT OF STATE

PORGES, HAMLIN, KNOWLES & HAWK, P.A. Division of Corporations

SUBJECT: JEB JACKSONVILLE TITLE HOLDING COMPANY, INC. CORPORATION
REF: W19000100230

ECHPAXIV

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Shondraka M Bellenger Regulatory Specialist II New Filing Section FAX Aud. #: H19000333561 Letter Number: 819A00023473

FAX AUDIT NUMBER: (((H19000333561 3)))

ARTICLES OF INCORPORATION OF JEB JACKSONVILLE TITLE HOLDING CORPORATION

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

ARTICLE I. NAME

The name of this corporation shall be JEB Jacksonville Title Holding Corporation, a Horida not for profit corporation, (hereinafter "Corporation").

ARTICLE II. MAILING ADDRESS & PRINCIPAL OFFICE

The mailing address and principal place of business of the Corporation is 3030 Hartfell Road, Suite 310, Jacksonville, Florida 32257.

ARTICLE III. PURPOSE

A. GENERAL PURPOSE AND LIMITATIONS: The Corporation is organized and will be operated exclusively for the charitable purpose of holding title to or a leasehold interest in property, collecting income from that property, and turning over the entire amount of such income, less expenses to Jacksonville Classical Academy, Inc., a Florida not for profit corporation that is exempt from taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code"). In carrying out such purpose, the Corporation shall have the power to exercise all rights conferred by the laws of the State of Florida upon not for profit corporations, subject to the following covenants, requirements and restrictions:

- 1. The Corporation's activities are limited to the exempt purpose under the 501(c)(2) requirements.
- 2. No 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 publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- 3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any director of the Corporation, officer of the Corporation, or any other private individual. However, the Corporation may pay reasonable compensation for services

PREPARED BY: Timothy A. Knowles, Esquire (Bar No. 0348181) Porges, Hamlin, Knowles & Hawk, P.A. 1205 Manatee Avenue West Bradenton, Florida 34205 (941) 748-3770 FAX AUDIT NUMBER: (((H19000333561 3)))

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rendered in furtherance of the purposes set forth above, and make payments and distributions to Jacksonville Classical Academy, Inc., an organization exempt from taxation under Section 501(c)(3) of the Code.

- 4. The Corporation shall not have or exercise any power or authority expressly, by interpretation, or by operation of law, nor shall it directly or indirectly engage in any activity. which would prevent it from qualifying and continuing to qualify as a corporation exempt from taxation under Section 501(c)(2) of the Code, or any corresponding section of any future federal tax code.
- 5. The Corporation may in no event become a for-profit entity whether by amendment to these Articles or by merger or conversion or any other means under applicable law.
- 6. Any and all amendments to these Articles and/or the By Laws of the Corporation, shall be consistent with 501(c)(2) requirements.
- 7. Upon the dissolution of the Corporation and after (i) payment, satisfaction or discharge of all liabilities, or making adequate provision therefor, and (ii) return, transfer and conveyance of all assets held upon condition requiring such return, transfer and conveyance, then all assets of the Corporation shall be transferred, set over, assigned, conveyed and delivered to Jacksonville Classical Academy, Inc. or its successor, provided it is at the time of such transfer an organization described in each of Section 170(b)(1)(A) and 501(c)(3) of the Code (or any corresponding section of any future federal tax code), and if it shall not then be so described, to such organization designated by Jacksonville Classical Academy, Inc. or its successor which is so described.
- 8. The Board of Directors of the Corporation shall expeditiously and vigorously defend and enforce the rights of the Corporation, including without limitation pursuing all rights and remedies under law or equity to protect its interests.

ARTICLE IV. BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business of the Corporation shall be managed under the direction of a Board of Directors. The number of the Directors on this Corporation's Board of Directors shall initially be five (5), provided, however, that the number of Directors may be increased or decreased from time to time, as provided in this Corporation's Bylaws. Such Directors are to be elected or appointed in the manner provided for by the Corporation's Bylaws.

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<u>ARTICLE V. INDEMNIFICATION</u>

This Corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VI. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is Timothy A. Knowles, Esquire, at 1205 Manatee Avenue West, Bradenton, Florida 34205.

ARTICLE VII. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of this corporation's initial registered agent and registered office shall be Contega Business Services, LLC, at One Independent Drive, Suite 1200, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on the day of Nevember 2019.

Squire, Incorporator

STATE OF FLORIDA COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 15th day of November, 2019 by Timothy A, Knowles, Esquire, designated above as the individual who shall serve as this Corporation's sole incorporator, who is personally known to me.

JOYCE M. STERNER AY COMMISSION # GG 021330 EXPIRES: Sectamber 20, 2020

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ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of JEB Jacksonville Title Holding Corporation, a Florida not for profit corporation, which is contained in the foregoing Articles of Incorporation. Pursuant to § 617.0501(3), Florida Statutes, I hereby state that I am familiar with and accept the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 15 th day of November, 2019.

CONTEGA BUSINESS SERVICES, LLC

By: William M. Hammill II, Executive Vice President.

STATE OF FLORIDA COUNTY OF DUVAL

Notary Public, State of Florida

SUZANNE G, MCCOWAN
Notary Public - State of Florida
Commission of GG 278708
My Comm. Expires Dec 17, 2022
Booded through National Notary Assn.