

N20000009853

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

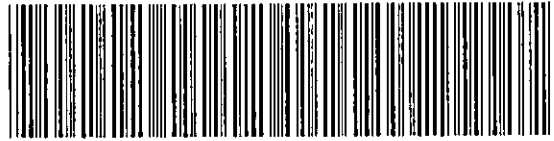
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

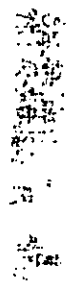
Special Instructions to Filing Officer.

Office Use Only



900344439049

09/01/20--01002--020 \*\*70.00



2020 AUG 31 PM 4:15  
SECRETARY OF STATE  
TALLAHASSEE, FL

2020 AUG 31 AM 9:30

FILED

## COVER LETTER

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

SUBJECT: JAG Employee Assistance Fund, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of  
Status

**ADDITIONAL COPY REQUIRED**

FROM:

Logan Parker

Name (Printed or typed)

2822 Remington Green Circle

Address

Tallahassee, FL 32308

City, State & Zip

850-878-6404

Daytime Telephone number

Lparker@dealerlawyer.com

E-mail address: (to be used for future annual report notification)

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

FILED

2020 AUG 31 AM 9: 30

SECRETARY OF STATE  
TALLAHASSEE, FL

**ARTICLES OF INCORPORATION  
OF  
JAG EMPLOYEE ASSISTANCE FUND, INC.**

Pursuant to the authority of Chapter 617 of the Florida Statutes (the Florida Not for Profit Corporation Act), the undersigned, as the sole incorporator, desiring to form a Corporation Not for Profit, hereby adopts the following Articles of Incorporation:

**ARTICLE I – NAME**

The name of the Corporation Not for Profit shall be JAG Employee Assistance Fund, Inc. (the "Corporation").

**ARTICLE II – DURATION**

The duration of the Corporation shall be perpetual.

**ARTICLE III – ADDRESSES**

The initial principal office and mailing address of the Corporation shall be 1602 Southwest College Road, Ocala, Florida 34471.

**ARTICLE IV – PURPOSE**

The Corporation is organized exclusively for charitable and other exempt purposes, all within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended (or the corresponding provisions of any future United States Internal Revenue Laws) (the "Code").

**ARTICLE V – MEMBERS**

The Corporation shall have one class of members. The initial members are Donald R. Jenkins and Thomas Formanek.

**ARTICLE VI – ELECTION OF DIRECTORS**

The affairs of the Corporation shall be managed by a Board of Directors. The number and manner of election or appointment of directors, and their respective terms of office, shall be as provided in the Bylaws of the Corporation (the "Bylaws"). In no event shall the number of directors be fewer than three.

**ARTICLE VII – POWERS**

The Corporation shall have all powers conferred upon Corporations Not for Profit organized under Chapter 617 of the Florida Statutes, as amended from time to time hereafter, and any successor provisions thereto hereafter enacted or amended, but shall exercise such powers only in fulfillment of its above stated exempt purposes. Notwithstanding the foregoing: (i) the Corporation shall not participate or intervene in, including, without limitation, the publishing or distributing of statements in connection with, any political campaign on behalf of or in opposition to any candidate for public office; (ii) no substantial part of the activities of the Corporation shall consist of carrying on propaganda designed to influence, or otherwise attempting to influence, legislation; *provided, however*, that this provision shall not apply to activities consisting of carrying on propaganda designed to influence, or otherwise attempting to influence, legislation to the extent the Corporation has made an election pursuant to and remains in compliance with the

restrictions of Section 501(h) of the Code; and (iii) no dividends shall be paid to, and no part of the net earnings of the Corporation shall inure to the benefit of, any private shareholder or private individual within the meaning of Section 501(c)(3) of the Code, 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.

Notwithstanding any other provision of these Articles of Incorporation, 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 Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code.

During any period in which the Corporation is a "private foundation" within the meaning of Section 509(a) of the Code and Section 617.0835 of the Florida Statutes, the following additional limitations on the Corporation's activities shall apply:

(1) the Corporation shall distribute, for the purposes specified in these Articles of Incorporation, 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(a) of the Code;

(2) the Corporation shall not engage in any act of "self-dealing," as defined in Section 4941(d) of the Code, which would give rise to any liability for the tax imposed by Section 4941(a) of the Code;

(3) the Corporation shall not retain any "excess business holdings," as defined in Section 4943(c) of the Code, which would give rise to any liability for the tax imposed by Section 4943(a) of the Code;

(4) the Corporation shall not make any investment which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Section 4944 of the Code, so as to give rise to any liability for the tax imposed by Section 4944(a) of the Code; and

(5) the Corporation shall not make "taxable expenditures," as defined in Section 4945(d) of the Code, which would give rise to any liability for the tax imposed by Section 4945(a) of the Code.

#### **ARTICLE VIII – DISSOLUTION AND LIQUIDATION**

In the event of the dissolution or liquidation of the Corporation, no liquidating or other dividend or distribution of property owned by the Corporation shall be declared or paid to any private individual, but the net assets of the Corporation shall be distributed as follows:

(1) all liabilities and obligations of the Corporation shall be paid, satisfied, and discharged, or adequate provision shall be made therefor; and

(2) all remaining assets of the Corporation shall be distributed to one or more organizations described in Section 501(c)(3) of the Code, as determined by the Board of Directors of the Corporation.

#### **ARTICLE IX – BYLAWS**

The Board of Directors or the members of the Corporation shall provide for the adoption of initial Bylaws for the conduct of the business of the Corporation and the carrying out of its purposes as the Board of Directors or the members shall deem necessary; provided, however, that the Bylaws adopted by the Board of Directors or the members shall not contain any provision inconsistent with the terms of these

Articles of Incorporation, and, once adopted as the Bylaws, such Bylaws may not be altered, amended, repealed, or expanded absent the prior affirmative vote or written consent of a majority of the members of the Corporation.

#### **ARTICLE X – REGISTERED OFFICE AND AGENT**

The registered office and agent of the Corporation is Logan S. Parker, 2822 Remington Green Circle, Tallahassee, Florida 32308.

#### **ARTICLE XI – INCORPORATOR**

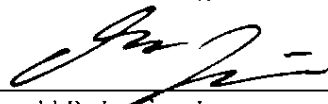
The names of the incorporators are Donald R. Jenkins and Thomas Formanek, each of whom have an address of 1602 Southwest College Road, Ocala, Florida 34471.

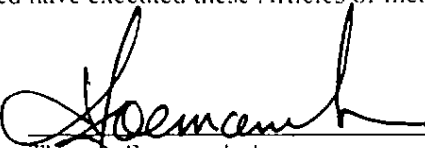
#### **ARTICLE XII – AMENDMENT**

These Articles of Incorporation may not be altered, amended, repealed, or expanded absent the prior written consent of a majority of the then voting members of the Corporation.

*[signatures on the following pages]*

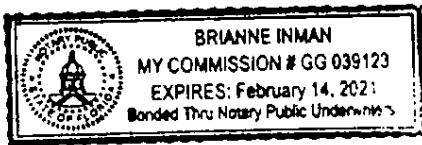
IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation in Ocala, Florida this 28<sup>th</sup> day of August, 2020.

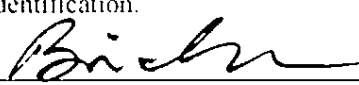
  
Donald R. Jenkins, Incorporator

  
Thomas Formanek, Incorporator

STATE OF FLORIDA  
COUNTY OF MARION

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 28<sup>th</sup> day of August, 2020, by Donald R. Jenkins, as Incorporator, who ☒ is personally known to me or ☐ has produced a driver's license as identification.




  
Notary Public  
Printed Name: Brianne Inman  
My Commission Expires: 2-14-21

STATE OF FLORIDA  
COUNTY OF MARION

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 28<sup>th</sup> day of August, 2020, by Thomas Formanek, as Incorporator, who ☒ is personally known to me or ☐ has produced a driver's license as identification.



  
Notary Public  
Printed Name: Brianne Inman  
My Commission Expires: 2-14-21

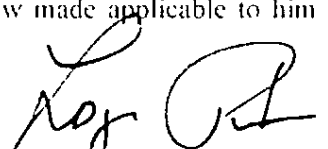
SECRETARY OF STATE  
TALLAHASSEE, FL

2020 AUG 31 AM 9:31

FILED

#### ACCEPTANCE BY REGISTERED AGENT

The undersigned, Logan S. Parker, as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts, the obligations imposed pursuant to the Florida Statutes, and that he will comply with any other provisions of law made applicable to him as Registered Agent of the Corporation.

  
Logan S. Parker