

N20000010597

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

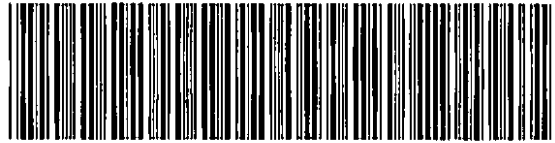
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500350932805

08/26/20 01:24:00 4201.50

FILED

2020 AUG 27 AM 8:51

FILED

C RICO
AUG 27 2020

EMMANUEL, SHEPPARD & CONDON

ATTORNEYS AT LAW SINCE 1913

WANDA W. RADCLIFFE
H. WESLEY REEDER **
T. SHANE ROWE
RACHEL L. SHEFFIELD
BENJAMIN T. SHELL
JOHN G. TERHAAR
WARREN R. TODD
ADAM J. WHITE

R. BRADLEY ADAMS
SUZANNE BLANKENSHIP ^
ALAN B. BOOKMAN *
ADAM C. COBB *
SCOT B. COPELAND *
ERICK M. DRICKA *** ****
ROBERT A. EMMANUEL **
GREGORY P. FAYARD
SALLY BUSSELL FOX *
VAN P. GEEKER
CHARLES P. HOSKIN
HOLLY V. JURNOVOY
ANDREA C. LYONS
JOHN W. MONROE, JR. *
GALEN M. NOVOTNY
MICHELLE A. OLLIFF

POST OFFICE DRAWER 1271
PENSACOLA, FLORIDA 32591-1271

195 GRAND BLVD., SUITE 101
MIRAMAR BEACH, FLORIDA 32550
ESCLAW.COM PENSACOLALAWYER.COM
(850) 460-8000

Toll FREE 1-800-433-6581
FAX (850) 4424-7999

PATRICK G. EMMANUEL JR., OF
COUNSEL
P. MICHAEL PATTERSON, OF
COUNSEL
GERALD L. BROWN, RETIRED
PATRICK G. EMMANUEL, RETIRED
ALAN C. SHEPPARD, 1921 - 2014
A. G. CONDON, JR., 1934 - 2011

BOARD CERTIFIED

*Real Estate Lawyer **Construction Lawyer ***Civil Trial Lawyer
****Labor and Employment Lawyer ^Condominium AND PLANNED DEVELOPMENT LAWYER

August 26, 2020

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

RE: Seaside Civic Fund, Inc., a Florida Corporation Not for Profit

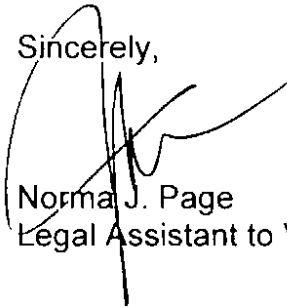
Ladies and Gentlemen:

Enclosed is an original and one (1) copy of the Articles of Incorporation, and a check in the amount of \$87.50 representing payment for the filing fee, a certificated copy and a certificate for this entity.

The e-mail address to be used for future annual report notification is
rdavis@seasidefl.com.

If you have any questions, please contact the undersigned at (850) 460-8000.
Thank you for your kind consideration.

Sincerely,


Norma J. Page
Legal Assistant to Van P. Geeker

VPJ/lab
Enclosures
06428-151813-4572859

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

OF

SEASIDE CIVIC FUND, INC.
A FLORIDA CORPORATION NOT FOR PROFIT

ARTICLE I

NAME AND ADDRESS

The name of this Corporation shall be: **SEASIDE CIVIC FUND, INC.** The principal office of the Corporation is located at 178 Market Street, Santa Rosa Beach, Florida 32459, and the mailing address is 178 Market Street, Santa Rosa Beach, Florida 32459.

ARTICLE II

CORPORATE EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE III

CORPORATE PURPOSES

This Corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), more specifically:

- 1) To solicit, accept, hold and administer any public or private gifts, grants, contracts, devises, bequests, securities, or property in order to raise funds for the construction of the Krier Tower and the Jacque Robertson Park projects, and other civic improvements to or for the benefit of the Seaside, Florida community, as

FILED
AUG 27 AM 8:51
CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA

well as provide financial support to other organizations exempt from taxation under Section 501(c)(3) of the Code, which provide educational and artistic opportunities for the benefit of the Seaside, Florida community presently or in the future.

The Corporation's purposes shall also include the acceptance from any party, from time to time, of contributions and the deriving of income to be used or applied exclusively for the purposes set forth above. The Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax pursuant to Section 501(c)(3) of the Internal Revenue Code and to which deductible contributions may be made under Sections 170, 2055, or 2522 of the Internal Revenue Code, as applicable. No part of the assets or the net earnings of the Corporation shall inure to the benefit of any officer, director, member, or any other person. No substantial part of the activities of the Corporation shall be dedicated to attempting to influence legislation by propaganda or otherwise. The Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office.

During any period that the Corporation is a private foundation, as defined by Section 509(a) of the Internal Revenue Code, the Corporation shall: (1) 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(a); (2) not engage or be involved in any act or self-dealing, as defined in Section 4941(d), so as to give rise to any liability for the tax imposed by Section 4941(a); (3) not retain any excess business holdings as defined in Section 4943(c), so as to give rise to any liability for the tax imposed by Section 4943(a); (4) not make investments which

would jeopardize the carrying out of any of its exempt purposes, within the meaning of Section 4944, so as to give rise to any liability for the tax imposed by Section 4944(a); and (5) not make any taxable expenditures, as defined in Section 4945(d), so as to give rise to any liability imposed by Section 4945(a). Unless otherwise indicated, as used in this Article III and hereinafter, all section references are to the Internal Revenue Code, as amended, including any corresponding provisions of any subsequently enacted federal tax laws.

ARTICLE IV

CORPORATE POWERS

The Corporation shall have and exercise all powers accorded corporations not for profit under Chapter 617, Florida Statutes, and the laws of the State of Florida which are not in conflict with the Corporation's exempt purposes as provided in Article III above.

ARTICLE V

CAPITAL STOCK

The Corporation shall not have capital stock.

ARTICLE VI

MEMBERS

The Corporation shall have no voting members. The Board of Directors may authorize the establishment of nonvoting membership from time to time. The designation of one or more classes of membership, the qualifications and rights of the members of each class, and the manner of their admission to membership shall be regulated by the Bylaws of the Corporation.

2020 AUG 27 AM 8:51

FILED

ARTICLE VII

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by and the affairs of the Corporation shall be managed under the direction of a Board of Directors, the number of which may be either increased or decreased from time to time as regulated by the Bylaws but shall consist of not fewer than three (3) members or more than nine (9) members. The manner and method of election of the Board of Directors shall be as stated in the Bylaws of the Corporation. Where not inconsistent with Chapter 617, Florida Statutes, and the express provisions of these Articles of Incorporation, the Board of Directors shall have all the rights, powers, and privileges prescribed by law of directors of corporations for profit.

The initial Board of Directors of the Corporation shall consist of ~~three~~ (3) members, as set forth below, who shall hold office for such terms as provided in the Bylaws of the Corporation and until their successors have been elected and qualified or until their earlier resignation, removal from office, inability to act, or death:

<u>Name</u>	<u>Address</u>
Robert S. Davis	P.O. Box 4730, Santa Rosa Beach, Florida 32459
Daryl R. Davis	P. O. Box 4730, Santa Rosa Beach, Florida 32459
Micah Davis	P.O. Box 4730, Santa Rosa Beach, Florida 32459
_____	_____
_____	_____
_____	_____
_____	_____

ARTICLE VIII

AMENDMENTS

These Articles of Incorporation may be amended by the affirmative vote of at least a majority of the members of the Board of Directors present at any regular or special meeting, provided proper notice of the changes to be made has been given and a quorum is present, or without a meeting if a consent in writing, signed by the number of Directors whose votes would be necessary to authorize such amendment at a meeting, is filed in the minutes of the Corporation. Within ten days after obtaining such authorization by written consent, notice summarizing the action shall be given to those Directors who have not consented in writing.

ARTICLE IX

DISSOLUTION

Upon dissolution, all of the Corporation's assets remaining after payment of all costs and expenses of such dissolution shall be distributed for an exempt purpose to any organization which shall then be qualified for exemption under Section 501(c)(3) of the Code and to which a contribution shall be permitted as a deduction under Sections 170, 2055, or 2522 of the Code, as applicable, or to the federal government, or to a state or local government for a public purpose. None of the assets shall be distributed to any officer, director, or any member of the Corporation, or any other person or organization not described in the preceding sentence.

ARTICLE X
REGISTERED OFFICE AND
REGISTERED AGENT

The street address of the Registered Office of the Corporation is 178 Market Street, Santa Rosa Beach, Florida 32459 and the name of the Registered Agent at such address is Robert S. Davis.

ARTICLE XI
INCORPORATOR


The name and address of the incorporator of the Corporation is as follows:

Robert S. Davis
178 Market Street
Santa Rosa Beach, Florida 32459

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 Section 817.155,

F.S.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation of **SEASIDE CIVIC FUND, INC.**, on this 20 day of Aug, 2020.



ROBERT S. DAVIS

Incorporator

STATE OF FLORIDA
COUNTY OF WALTON

The foregoing was acknowledged before me by means of ☒ physical presence or ☐ online notarization this 21 day of August, 2020, by Robert S. Davis, who is known to me or who produced _____ as identification.



Paula Simpler
NOTARY PUBLIC
My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR SERVICE OF PROCESS WITHIN THIS STATE, AND
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Sections 617.0501 and 48.091, Florida Statutes, **SEASIDE CIVIC FUND, INC.**, desiring to organize under the laws of the State of Florida, has designated Robert S. Davis, whose street address is 178 Market Street, Santa Rosa Beach, Florida 32459, as its agent to accept service of process within the State of Florida.

Robert S. Davis
ROBERT S. DAVIS
Incorporator

Having been named by the above-referenced corporation as its registered agent to accept service of process at the location designated herein, Robert S. Davis, hereby accepts to act in this capacity, is familiar with and accepts the obligations of Section 617.0501, Florida Statutes, and agrees to comply with the laws of Florida applicable thereto.



ROBERT S. DAVIS
as Registered Agent

Date: AUGUST 20, 2020.