

N20000012687

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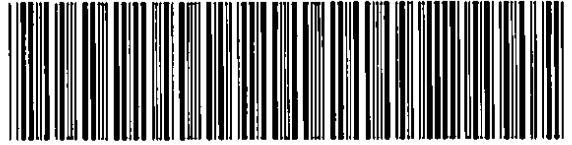
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Incorporating Services, Ltd.

1540 Glenway Drive
Tallahassee, FL 32301
850.656.7956
Fax: 850.656.7953
www.incserv.com
e-mail: accounting@incserv.com



ORDER FORM

TO Florida Department of State
The Centre of Tallahassee
2415 North Monroe Street, Suite 810
Tallahassee, FL 32303
corphelp@dos.myflorida.com
850-245-6051

FROM Melissa Stops
mstops@incserv.com
850.656.7953

REQUEST DATE 11/10/2020 **PRIORITY** Routine

OUR REF # (Order ID#) 863242

ORDER ENTITY

GRACEVILLE PK-5 QALICB, INC.

PLEASE PERFORM THE FOLLOWING SERVICES:

GRACEVILLE PK-5 QALICB, INC. (FL)

New corp filing

NOTES:

\$70.00 Authorized
Email address for annual report reminders: Kyla@corp-smart.com

RETURN/FORWARDING INSTRUCTIONS:

ACCOUNT NUMBER: I20050000052

Please bill the above referenced account for this order.

If you have any questions please contact me at 656-7956,

Sincerely,

A handwritten signature in black ink, appearing to be "MS" or similar initials.

Please bill us for your services and be sure to include our reference number on the invoice and courier package if applicable. For UCC orders, please include the thru date on the results.

**ARTICLES OF INCORPORATION
OF
GRACEVILLE PK-5 QALICB, INC.**

(a Not For Profit Florida Corporation)

The undersigned individual 18 years of age or older adopts the following Articles of Incorporation under the Florida Not For Profit Corporation Act:

**ARTICLE 1
Name and Address**

The name of the corporation is Graceville PK-5 QALICB, Inc. (the "Corporation"). The street address of the principal office of this Corporation in the State of Florida shall be:

2903 Jefferson Street
Marianna, FL 32446

**ARTICLE 2
Duration**

The duration of the Corporation shall be perpetual unless dissolved pursuant to law.

**ARTICLE 3
Members; Election of Directors**

The Corporation will not have members. The Initial Board of Directors shall be elected by the Incorporator. Thereafter, Directors shall be elected in accordance with the Corporation's Bylaws.

**ARTICLE 4
Purposes and Powers**

4.1 General Purpose. The Corporation is organized on a non-stock basis under the Florida Not For Profit Corporation Act, and must be operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of the Jackson County School Board ("JCSB"), the official school board for the Jackson County, Florida School District.

4.2 Specific Purpose. The Corporation is intended to reduce the burdens of government as a Type III functionally integrated supporting organization within the meaning of Section 509(a)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and the applicable Treasury Regulations promulgated thereunder, that is operated in connection with JCSB.

4.3 Net Earnings. No part of the Corporation's net earnings may inure to the benefit of any private shareholder or individual.

4.4 Influencing Legislation. No substantial part of the Corporation's activities may consist of carrying on propaganda, or otherwise attempting, to influence legislation.

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4.5 Political Campaigns. The Corporation may not participate in 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.

4.6 General Restrictions. Notwithstanding any provision in these Articles of Incorporation to the contrary, no part of the Corporation's assets may be used in any manner, and the Corporation may not participate in any activity, that would cause the Corporation to cease to qualify as an exempt organization under Section 501(c)(3) of the Code that qualifies as a Type III supporting organization that is operated in connection with JCSB.

ARTICLE 5

Liability of Directors and Uncompensated Officers

The personal liability of a director or uncompensated officer to the Corporation or its members for monetary damages for conduct as a director or officer is eliminated to the fullest extent permitted by law.

ARTICLE 6

Indemnification

6.1 Indemnification. The Corporation will indemnify any individual made a party to any proceeding because the individual is or was a director or officer of the Corporation against liability incurred in the proceeding to the fullest extent permitted by law.

6.2 Advance for Expenses. The Corporation will pay for or reimburse the reasonable expenses incurred by a director or officer who is a party to any proceeding in advance of final disposition of the proceeding to the fullest extent permitted by law. Any advances hereunder will be made without regard to the person's ability to repay such advances.

ARTICLE 7

Distribution of Assets on Dissolution

Upon dissolution, the Corporation must distribute its net assets to JCSB, provided that if JCSB is no longer the official school board for the Jackson County, Florida School District, then the Corporation shall distribute its assets to such board as may then be the official school board for the Jackson County, Florida School District, or one or more organizations that then qualifies for exemption from Federal income tax under Section 501(c)(3) of the Code. Each organization to which any assets of the Corporation are distributed incident to the Corporation's dissolution must be organized and operated in a manner which is consistent with the charitable purposes served by the Corporation or JCSB. Any such assets not so disposed shall be disposed of by the Circuit Court of the State of Florida for Jackson County to one or more organizations that then qualifies for exemption from Federal income tax under Section 501(c)(3) of the Code, as such Court shall determine.

ARTICLE 8

Registered Office and Registered Agent

The address of the Corporation's initial registered office and the name of the Corporation's initial registered agent at that office are:

H. Matthew Fuqua
4450 Lafayette Street
Marianna, FL 32446

ARTICLE 9 Incorporator

The name and address of the incorporator is:

Alan L. Pasternack
6029 NE 29th Ave.
Portland, OR 97211

ARTICLE 10 Mailing Address for Notices

The mailing address to which notices may be mailed is:

H. Matthew Fuqua
PO BOX 1508
Marianna, FL 32446

ARTICLE 11 Amendment

These Articles of Incorporation may be amended only with the affirmative vote of an absolute majority of Directors then serving, calculated irrespective of any vacancies of directorships at that time.


ARTICLE 12 Bylaws

The Directors of this Corporation shall adopt Bylaws for the governance of this Corporation which shall be subordinate only to these Articles of Incorporation and the laws of the United States and the State of Florida. The Bylaws may be amended from time to time by the Board of Directors as set forth therein.

Signature page follows.

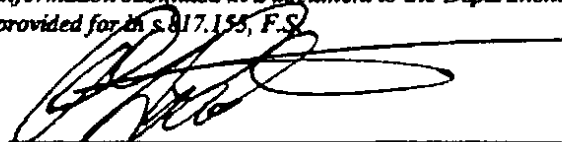
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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity


Name: H. Matthew Fuqua

Date: 11/9/20

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.


Name: Alan L. Pasternack

Date: 11/9/2020