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TALLAHASSEE, FL

SWANN HADLEY STUMP DIETRICH & SPEARS

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**Admitted to practice in New Jersey only*

September 8, 2021

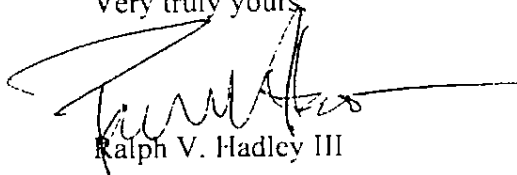
Florida Department of State
Division of Corporations
ATTN: Corporate Filings
P. O. Box 6327
Tallahassee, FL 32314

RE: NCF ROCK FOUNDATION, INC.

Gentlemen:

Enclosed for filing you will find Articles of Incorporation for NCF ROCK FOUNDATION, INC., a Florida non-profit corporation, together with my firm check in the amount of \$70.00 to cover the filing fee.

Very truly yours,



Ralph V. Hadley III

RVH/gm
Enclosure

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TALLAHASSEE, FL
64400

**ARTICLES OF INCORPORATION OF
NCF ROCK FOUNDATION, INC.
a Florida Not for Profit
(in compliance with Chapter 617, Florida Statutes)**

The undersigned, acting as the incorporator of a corporation not for profit under the Florida Not-For-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following articles of incorporation for the Corporation:

Article I – Name

The name of the Corporation is: NCF ROCK FOUNDATION, INC.

Article II – Principal Office

The principal place of business and mailing address of this Corporation shall be 602 Duval Street NE, Live Oak, Florida 32064.

Article III – Duration

The Corporation shall have perpetual duration.

Article IV – Purpose

The purpose for which the Corporation is organized is to raise money to provide means for North Florida Resource Officers caring for kids to educate, assist and provide for the needs and safety of underfunded and underserved at risk youth.

- (a) The Corporation is organized exclusively for charitable and educational, religious, scientific purposes, including for such purposes, the making of distributions to organizations under 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal Tax Code).
- (b) Without in any way limiting the foregoing general purposes, the specific purpose for which the Corporation is organized is to provide support for youth and organizations involved in youth oriented public safety, public health, crime prevention, juvenile education and related activities.

Article V – By-Laws

The power to adopt, alter, amend or repeal By-laws for the Corporation shall be vested only in the Directors, as more specifically provided in the By-laws.

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Article VI – Board of Directors

The names and residential addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Russel Lee Willis	13368 100 th Terrace Live Oak, FL 32060
Shawn Michael Larney	12771 86 ^t Terrace Live Oak, FL 32060
Halford Sherwood Harris II	319 NW Heritage Drive Lake City, FL 32055
Jeffrie Douglass Miara	6515 210 th Place O'Brien, FL 32071
Margaret Ryan Mouton	16090 93 rd Drive Live Oak, FL 32060

Article VII – Manner of Election of Directors

The Board of Directors shall consist of at least three (3) Directors that are nominated by the Board's membership committee and voted on by the Board of Directors. This manner is as stated in the By-Laws.

Article VIII – Officers

The Officers of the Corporation shall include a President, Vice-President, Secretary, Treasurer and other Officers as designated by the By-Laws. The Officers shall have such powers and responsibilities and shall be elected, removed and hold office as provided in the By-Laws.

Article IX – Registered Agent

The name and street address of the initial registered agent is:

<u>Name</u>	<u>Address</u>
Swann Hadley Stump Dietrich & Spears, P.A.	200 E. New England Ave. Suite 300 Winter Park, FL 32789

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Article X – Incorporator

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Ralph V. Hadley, III	200 E. New England Ave. Suite 300 Winter Park, FL 32789

Article XI – Limitations of Activities

- (a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the Corporation shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes.
- (b) No substantial 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 publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.
- (c) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation or organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code); or (ii) by a corporation or organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code).


Article XII – Dissolution

Upon the dissolution of the Corporation, the Directors of the Corporation shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, distribute all the residual assets of the Corporation to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes which, at the time of such disposition, qualify as an exempt organizations, or organizations, under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code), or shall be distributed to the Federal Government, or to a state or local government for a public purpose.

Article XIII – Amendments

These Articles may be amended only by the Directors in accordance with the procedure set forth in Chapter 617 of the Florida Statutes, as amended. These Articles, however, pertaining to dissolution of the Corporation shall not be amended in such a way as to allow or cause any member (unless such member is exempt from taxation under Section 501(c)(3) of the Internal Revenue Code), Director, or Officer of the Corporation or any other person to share in any of the Corporation's assets.

Dated this 6 day of Sept, 2021.


Print Name: Ralph V. Hadley, III
Incorporator

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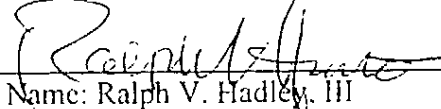
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TALLAHASSEE, FL

Oath of Registered Agent

Having been named as registered agent and to accept service of process for the above-state Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 6 day of Sept, 2021.

Swann Hadley Stump Dietrich & Spears, P.A.

By: 
Print Name: Ralph V. Hadley, III
Registered Agent

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