

N 220000005103

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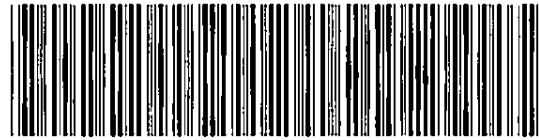
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TALLAHASSEE, FL

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CLERK OF SUPERIOR COURT
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AUSLEY McMULLEN

ATTORNEYS AND COUNSELORS AT LAW

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Writer's Direct Line: (850) 425-5317
Writer's E-Mail Address: jpieczynski@ausley.com

May 18, 2022

Secretary of State
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

VIA HAND DELIVERY

Re: **Greater Tallahassee Chamber Foundation, Inc.**

Dear Madam/Sir:

Enclosed for filing are the Articles of Incorporation for **Greater Tallahassee Chamber Foundation, Inc.**, which are being submitted to create a Florida Non-Profit Corporation in accordance with chapter 617, Florida Statutes. Also enclosed is our check in the amount of:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fees &
Certificate of Status

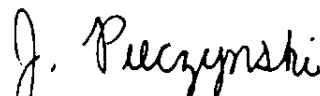
☐ \$78.75
Filing Fees &
Certified Copy

☒ \$87.50
Filing Fees,
Certified Copy &
Certificate of Status

We will retrieve the certified copy and certificate of status. Please do not hesitate to call me at 850-425-5317 or e-mail me at jpieczynski@ausley.com if you have any questions.

Thank you in advance for your usual assistance in these matters.

Sincerely,


Janaye G. Pieczynski
Florida Bar No.: 1011787

/jgp
Enclosures

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ARTICLES OF INCORPORATION OF
GREATER TALLAHASSEE CHAMBER FOUNDATION, INC.
A FLORIDA NOT FOR PROFIT CORPORATION

2022 MAY 18 AM 11:38

SECRETARY OF STATE
TALLAHASSEE, FL

Article I
Name

The name of the corporation is **Greater Tallahassee Chamber Foundation, Inc.** (the "Corporation").

Article II
Principal Office and Mailing Address

The principal office of the Corporation is 300 E. Park Avenue, Tallahassee, FL 32301. The mailing address of the Corporation is P.O. Box 1639, Tallahassee, FL 32302.

Article III
Purposes

The Corporation is organized and shall be operated at all times hereafter exclusively for charitable, literary, educational, or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article IV
Election of Directors; No Members

The method of election or appointment of Directors shall be set forth in the bylaws of the Corporation. The Corporation shall have no Members.

Article V
Initial Board of Directors

The number of Directors constituting the initial Board of Directors is three (3). The names and addresses of the persons who are to serve as the initial Directors until the first regular meeting of the Board of Directors, or until their successors are duly elected or appointed, are as follows:

1. Chair: Sammie D. Dixon, Jr., 300 E. Park Avenue, Tallahassee, FL 32301.
2. Director: Terrie Ard, 300 E. Park Avenue, Tallahassee, FL 32301.
3. Director: Suzanne M. Dick, 300 E. Park Avenue, Tallahassee, FL 32301.

Article VI
Initial Registered Agent

The initial registered agent of the Corporation shall be Suzanne M. Dick, 300 E. Park Avenue, Tallahassee, FL 32301, whose acceptance of appointment as registered agent for the Corporation is set forth below.

Article VII
Incorporator

The incorporator of the Corporation is Suzanne M. Dick, 300 E. Park Avenue, Tallahassee, FL 32301.

Article VIII
Officers

The Officers of the Corporation shall be elected or appointed in the manner set forth in the bylaws of the Corporation.

Article IX
Distribution on Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation to the Tallahassee Chamber Foundation, Inc., if it then qualifies for exemption from federal income tax as an organization described by section 501(c)(3) of the Internal Revenue Code. If the Tallahassee Chamber Foundation, Inc., is not then so exempt, all of the Corporation's assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

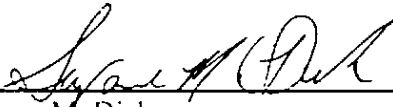
Article X
Limitation on Corporate Powers

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 III. 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. Notwithstanding any other provision

of these articles, 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 Internal Revenue 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 Internal Revenue Code, or the corresponding section of any future federal tax code.

Consent of Initial Registered Agent

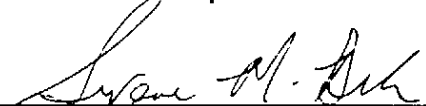
Having been named as registered agent to accept service of process for the Corporation at the place designated in these Articles, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

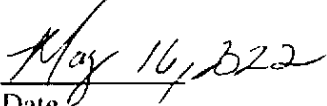

Suzanne M. Dick


Date

Signature of Incorporator

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date specified below.


Suzanne M. Dick


Date

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SECRETARY OF STATE
TALLAHASSEE, FL