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Name:	Gator Guard, Inc.
Document #:	
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Certified Copy of Arts & Amend: Plain Copy: Certificate of Good Standing: Certified Copy of Apostille/Notarial Certification:	Country of Destination: Number of Certs:
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ARTICLES OF INCORPORATION OF GATOR GUARD CHARITY, INC.

2022 MAY 20 PM 3: 15

SECLEMENT OF STATE TALLAHASSEE, FL

A Nonprofit Corporation

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

- 1. <u>Name</u>. The name of the corporation is: Gator Guard Charity, Inc. ("Corporation"), a charitable, and educational nonprofit corporation.
- Principal Office. The street address of the principal office of the Corporation in Florida is 4481 Legendary Drive, Destin, Florida 32541. Okaloosa County. The mailing address of the principal office of the Corporation is 3338-L1 Country Club Road, PMB 216, Valdosta, Georgia 31605
- 3. <u>Purposes</u>. The purposes for which the Corporation is organized are:
 - a) To operate exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code"), or the corresponding provisions of any subsequent federal tax laws, and to engage in any lawful act or activity for which nonprofit corporations may be organized under the laws of the State of Florida.
 - b) To carry out the Corporation's charitable, religious, and educational purposes by accepting, holding, investing, and administering any gifts, bequests, scholarships, grants, and devises of property of any nature, and to use, disburse, loan, or donate the principal thereof or income earned thereupon for the exclusive benefit of or in furtherance of the purposes of the Corporation, and to engage in any lawful activities and to exercise any powers allowed by law in furtherance of the Corporation's purposes, provided, however, that nothing may be done in contravention of the express limitations contained in these Articles.
 - c) The foregoing clauses shall be construed as both objects and powers, and such enumeration of specific purposes, objects, and powers shall not be deemed to limit or restrict in any manner the general powers of the Corporation and the Corporation shall have and may exercise all powers conferred on a nonprofit corporation by the laws of the State of Florida, now or hereafter in effect.
- 4. <u>Manner of election.</u> The directors shall be elected and appointed as provided under the Bylaws of the Corporation.
- 5. Name of Initial Registered Agent. The name of the initial registered agent is Jay Patel.

- 6. <u>Address of Initial Registered Agent</u>. The street address and county of the initial registered agent's office of the Corporation is: 909 Mar Walt Drive, Suite 1011-B, Fort Walton Beach, FL, 32547. Okaloosa County.
- 7. <u>Incorporator</u>. The name and address of the incorporator is Andrew F. Dana, 620 S. Tryon Street, Suite 800, Charlotte, North Carolina 28202, Mecklenburg County.
- 8. <u>Membership Corporation</u>. The Corporation shall not have members.
- 9. <u>Distribution on Dissolution</u>. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation, in such manner, or to such organization(s) organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization(s) under Section 501(c)(3) of the Code, or the corresponding provisions of any subsequent federal tax laws, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the court of general jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine.

10. Additional Provisions.

- a) Duration. The period of duration of the Corporation shall be perpetual.
- b) Exempt Status. The Corporation is organized exclusively for charitable, religious, and educational purposes as a nonprofit corporation, and no part of the net earnings of the Corporation shall ever inure to the benefit of or be distributed or distributable to any of its directors, officers, or any private individuals or persons, except that the Corporation may pay reasonable compensation for services rendered and may make payments and distributions in furtherance of the purposes set forth in Article 3 above.

c) Prohibited Activities.

i. No substantial part of the activities of the Corporation shall be the carrying on or dissemination of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in including the publication or distribution of statements, any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on:

(a) by a corporation exempt from federal income taxation under Section 501(c)(3) of the Code, or the corresponding provisions of any subsequent federal tax laws; or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding provisions of any subsequent federal tax laws; or (c) by a nonprofit

- corporation under the laws of the State of Florida, as such laws now exist or may hereafter be amended.
- ii. Notwithstanding any other provision set forth in these Articles of Incorporation, at any time during which it is deemed a "private foundation" as that term is defined by Section 509 of the Code, or the corresponding provisions of any subsequent federal tax laws, the Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or the corresponding provisions of any subsequent federal tax laws; the Corporation shall 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 of the Code, or the corresponding provisions of any subsequent federal tax laws; the Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code, or the corresponding provisions of any subsequent federal tax laws; the Corporation shall not make any investments in such manner as to subject the Corporation to the tax under Section 4944 of the Code, or the corresponding provisions of any subsequent federal tax laws; and the Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code, or the corresponding provisions of any subsequent federal tax laws.
- iii. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not, except to an insubstantial degree, carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Code, or the corresponding provision of any future United States Internal Revenue law.
- d) <u>Bylaws</u>. The Board of Directors of the Corporation shall have power to adopt, make, amend, alter, change, or repeal the Bylaws of the Corporation by affirmative vote of a majority of the Directors then in office at the meeting called to vote thereon at which a quorum is present, provided notice thereof shall have been mailed to each member of the Board of Directors at least five (5) days prior to the meeting, and provided further that under no circumstances shall the Bylaws be changed so that the Corporation may operate for other than charitable and educational purposes or so that any trustee, director, officer, or any private individual or person may participate in the net income of the Corporation or in its residual assets upon dissolution.
- e) Amendments, Changes, and New Provisions. The Articles of Incorporation of this Corporation may be amended, changed, or new provisions adopted by the affirmative vote of a majority of the Directors then in office at any regular or special meeting of the Board of Directors at which a quorum is present, provided that notice thereof shall have been mailed to each member of the Board of Directors at least five (5) days prior to the meeting and that any such action shall be calculated

exclusively to carry out charitable, religious, and educational purposes within the meaning of Section 501(c)(3) of the Code, or the corresponding provisions of any subsequent federal tax laws

11. Effective Date. These articles will be effective upon filing.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal, this 9th day of May, 2022.

Andrew F. Dana, Incorporator

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.