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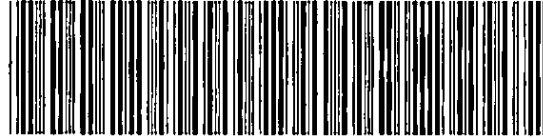
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
TALLAHASSEE, FL

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CAPITAL CONNECTION, INC.

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GOODWILL INDUSTRIES BIG BEND

FOUNDATION, INC.

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

Signature _____

Requested by: SETH

06/22/22

Name _____

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

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2022 JUN 28 PM 2:28
ALLAHASSEE, FLORIDA

June 24, 2022

CAPITAL CONNECTION

SUBJECT: GOODWILL INDUSTRIES BIG BEND FOUNDATION, INC.
Ref. Number: W22000085678

We have received your document for GOODWILL INDUSTRIES BIG BEND FOUNDATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Neysa Culligan
Regulatory Specialist III

Letter Number: 022A00014344

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2022 JUN 28 AM 11:40

SECRETARY OF STATE
TALLAHASSEE, FL

**ARTICLES OF INCORPORATION OF
GOODWILL INDUSTRIES BIG BEND
FOUNDATION, INC.**

The undersigned incorporator hereby files these Articles of Incorporation of Goodwill Industries Big Bend Foundation, Inc., dated June 22, 2022 with the Florida Department of State. These Articles shall be effective upon filing. Goodwill Industries Big Bend Foundation, Inc. (this "Corporation") shall continue as a Florida Not-For-Profit Corporation under the laws of the State of Florida, Chapter 617.

ARTICLE I - Name

The name of this corporation is: Goodwill Industries Big Bend Foundation, Inc.

ARTICLE II - Initial Principal Office and
Incorporator

The Incorporator is Fred G. Shelfer with a street and mailing address of the incorporator and the initial principal office of the corporation of: 300 Mabry St., Tallahassee, Florida 32304

ARTICLE III - Purpose

This Corporation is organized as a corporation not for profit under Chapter 617, Florida Statutes, and shall be operated exclusively to support and benefit the activities of Goodwill Industries-Big Bend, Inc. and Goodwill Industries Big Bend Services, Inc. (collectively the "Supported Organizations") within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law).

No part of the earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation, or to any other person (except that the Corporation may pay reasonable compensation for services rendered to or on behalf of the Corporation and make other payments and distributions in furtherance of one or more of its purposes), and no director or officer of the Corporation, or any other person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. The Corporation shall pay no dividends.

No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not

participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

ARTICLE IV - Manner of Election

The Directors of the Corporation shall be elected as provide for in the Bylaws.

ARTICLE V -Term of Existence

The effective date of these Articles of Incorporation shall be the date of filing. The Corporation shall come into existence shall be the date of filing of these Articles, and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE VI - Powers

This Corporation shall have all powers conferred upon nonstock, not-for-profit Corporations organized under Chapter 617 of the Florida Statutes and any successor provisions thereto now enacted or hereafter amended but shall exercise such powers only in fulfillment of its above-stated purposes as a Supporting Organization pursuant to Section 509(a)(3) of the Internal Revenue Code.

ARTICLE VII - Bylaws

The Bylaws of the corporation may be adopted by the Incorporator and altered, amended or repealed, and new and other Bylaws may be made and adopted, in accordance with such Bylaws.

ARTICLE VIII -Amendments

Amendments to these Articles of Incorporation may be made and adopted in accordance with the Bylaws.

ARTICLE IX - Registered Agent and Registered Office

The name and street address of the initial registered office of the corporation is: Fred G. Shelfer, 300 Mabry St., Tallahassee, FL 32304.

ARTICLE X - Officers

The Corporation shall have an executive director who shall be the Chief Executive of the Corporation. The remaining officers of the Corporation shall be a Chairman of the Board and such other officers as set forth in the Bylaws. The election of Officers; their terms of office; the persons who may serve in an office; and their duties and responsibilities shall be controlled by the Bylaws.


ARTICLE XI – Management of Affairs – Board of Directors

The Corporation is a Supporting Organization which is supervised and controlled by its Supported Organizations (Goodwill Industries-Big Bend, Inc. and Goodwill Industries Big Bend Services, Inc.). The Supported Organizations shall have the power to regularly appoint a majority of the Directors to the Board of Directors of the Corporation as described in the Bylaws. This Board of Directors shall consist of not less than five (5) persons having the right to vote, including Chairman of the Board and at least four other persons. The Board will manage the affairs of the Corporation.

ARTICLE XII - DISSOLUTION

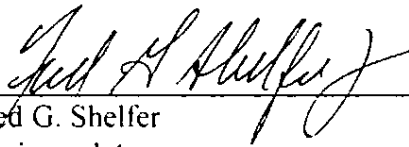
Upon the dissolution of the Corporation, the assets and liabilities of the Corporation shall be distributed to the Supported Organizations in accordance with the applicable provisions of the Internal Revenue Code then in effect.

THE UNDERSIGNED incorporator has executed these Articles of Incorporation this 22nd day of June, 2022.


By: Fred G. Shelfer
Its: Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-stated 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.


Fred G. Shelfer
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FL

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