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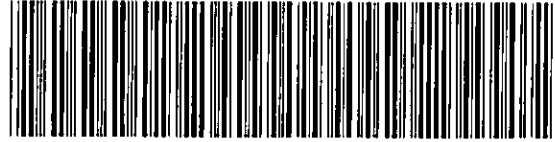
(Business Entity Name)

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## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** Jacksonville Civic Council Foundation, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Ronald G. Meyer, Esquire  
\_\_\_\_\_  
Name (Printed or typed)

Post Office Box 1547  
\_\_\_\_\_  
Address

Tallahassee, Florida 32302  
\_\_\_\_\_  
City, State & Zip

(850) 878-5212  
\_\_\_\_\_  
Daytime Telephone number

\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

**NOTE:** Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION**  
**OF**  
**JACKSONVILLE CIVIC COUNCIL FOUNDATION, INC.**

The undersigned subscribes to these Articles of Incorporation pursuant to the provisions of Chapter 617, Florida Statutes, for the purpose of forming a corporation not for profit and further states as follows:

**ARTICLE I**  
**Name, Principal Place of Business and Mailing Address**

The name of the corporation is the Jacksonville Civic Council Foundation, Inc. The initial principal place of business and mailing address is: 31 West Adams Street, Suite 204 Jacksonville, Florida 32202.

**ARTICLE II**  
**Duration**

The period of the duration of this corporation shall be perpetual unless dissolved in accordance with Florida law. Corporate existence shall commence upon filing these articles with the Secretary of State.

**ARTICLE III**  
**Purpose**

This corporation is organized and will be operated exclusively for charitable, research and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future federal tax code (the "Code"). Notwithstanding any other provision of these articles or the corporation's bylaws, the corporation shall not take any action not permitted by the laws that then apply to the corporation or engage in any activity that would disqualify the corporation from being exempt from federal income tax

under section 501(c)(3) of the Code. The corporation is established for, but not limited to, the following specific purposes:

1. Conducting research on economic, social, and environmental issues affecting the quality of life in Jacksonville and the surrounding area.
2. Educating and training others in civic engagement and advocacy.
3. Engaging in fundraising to finance projects of the corporation which are consistent with the corporation's purposes.
4. Conducting such other related activities permitted to be conducted by an organization exempt from taxation pursuant to section 501(c)(3) of the Code.

#### **ARTICLE IV** **Restrictions**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, Directors, Officers, employees or other individuals, partnerships, estates, trusts or corporations having a personal or private interest in the corporation; provided, however, 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, hereof and to pay or reimburse the reasonable expenses of fundraising and carrying out the objectives of the corporation. No part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation to an extent that would disqualify it for tax exemption under section 501(c)(3) of the Code, 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.

**ARTICLE V**  
**Members**

The corporation shall have no members.

**ARTICLE VI**

The street address and city of the registered office of the corporation are:

31 West Adams Street, Suite 204  
Jacksonville, Florida 32202

The name of the initial registered agent at such address is Dennis Whittle.

**ARTICLE VII**  
**Board of Directors**

The number of persons constituting the Board of Directors of the corporation shall be established in the bylaws but shall not be less than three (3). The bylaws shall provide the process for the selection of Directors; provided, however, the Incorporator shall appoint the initial Directors.

There shall be no limit on the number of terms a Board member may serve unless provided otherwise in the bylaws. The term of office of Board members shall be stated in the bylaws. The Board of Directors may authorize reimbursement of expenses incurred by Board members in conjunction with the corporation's business or other approved activities directly related to the corporation's purposes.

Nothing herein shall be construed to preclude any Director from serving the corporation in any other capacity and receiving additional compensation therefore.

**ARTICLE VIII**  
**Officers**

The corporation shall have such Officers as may be provided for in the bylaws; provided, however, that the corporation shall have at least the following Officers: President, Secretary, and

Treasurer. The manner of selection of Officers shall be provided for in the bylaws; provided, however, the Incorporator shall appoint the initial Officers.

Any one individual may hold more than one office in the corporation. Duties of Officers shall be described in the bylaws.

#### **ARTICLE IX** **Indemnification of Officers and Directors**

As provided in the bylaws, Officers and Directors shall be indemnified by the corporation against all expenses and liabilities, including attorney's fees, (including any incurred in appellate proceedings), reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office. The corporation may purchase and maintain insurance on behalf of all Officers and Directors against any such liability asserted against them or incurred by them in their capacity as Officers and Directors or arising out of their status as such.

#### **ARTICLE X** **Non-Stock Basis**

This corporation is organized on a non-stock basis.

#### **ARTICLE XI** **Dissolution**

In the event of dissolution of this corporation, its assets shall be disposed of exclusively for one or more exempt purposes within the meaning of section 501(c)(3) of the Code; distributed to one or more organizations that are organized and operated exclusively for charitable and/or educational purposes and, at the time, qualify as exempt organizations under section 501(c)(3) of the Code; or to the Federal government or to a state or local government to be used for exclusively public purposes.

**ARTICLE XII**

**Amendment**

These Articles of Incorporation may be amended by majority vote of the Directors as provided in Section 617.1002(1)(b), Florida Statutes, at a meeting called for such purpose.


**ARTICLE XIII**

**Incorporator**

The name and address of the incorporator subscribing to these Articles of Incorporation are set forth below:


Dennis Whittle  
31 West Adams Street, Suite 204  
Jacksonville, Florida 32202

IN WITNESS WHEREOF, 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 in Section 817.155, Florida Statutes.

  
DENNIS WHITTLE  
Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

I, Dennis Whittle, having been named as the Registered Agent to accept service of process for the above stated 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.

  
DENNIS WHITTLE  
Registered Agent