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**FLORIDA PROFIT/NON PROFIT CORPORATION
WATERSHED MOMENTS FOUNDATION, INC.**

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**ARTICLES OF INCORPORATION
OF
WATERSHED MOMENTS FOUNDATION, INC.
(A Not-For-Profit Corporation under Chapter 617 of the Florida Statutes)**

The undersigned incorporator to these articles of incorporation hereby forms a not-for-profit corporation (the "Corporation") under Chapter 617 of the laws of the State of Florida as follows:

ARTICLE I

Name, Principal Place of Business, and Mailing Address

The name of the Corporation is: Watershed Moments Foundation, Inc. The principal place of business and mailing address is: 12610 Angel Lake Drive West, Jacksonville, FL 32218.

ARTICLE II

Term of Existence

The date when the corporate existence shall commence shall be the date of the filing of these articles of incorporation by the office of the Florida Department of State, and the Corporation shall have perpetual existence thereafter.

ARTICLE III

Purpose

The Corporation is organized and shall be operated exclusively for charitable, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code (the "Code"), including, but not limited to those listed below:

1. To foster a sustainable environment where animals, plants, and their natural habitats can thrive.
2. To protect essential lands and waters needed for ecological survival.
3. To connect communities to critical environmental issues, wherever possible.
4. To bring conservation and science to life through photography.
5. To provide educational opportunities to children in underserved communities, enabling them to explore and interact with nature.
6. To emphasize hands-on learning experiences and visual storytelling.
7. To empower young minds to become advocates for their environment and integrate educational outreach with active conservation efforts.
8. To strive to create pivotal moments that inspire a lifelong commitment to environmental stewardship and awareness.

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9. To obtain public involvement and support by disseminating the aims and purposes of the Corporation and its activities and education, whenever possible.

The Corporation shall have all powers now or hereafter granted by law, including, but not limited to Chapter 617 of the Florida Statutes, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes hereinabove set out, including payment of expenses incidental thereto.

ARTICLE IV
Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is: 12610 Angel Lake Drive West, Jacksonville, FL 32218, and the name of its initial registered agent at such address is: Wildrick "Kenny" Stevenson.

ARTICLE V
Directors

The Corporation shall be managed by or under the direction of a board of directors who will be elected or appointed in accordance with the Bylaws of the Corporation. The initial board of directors shall consist of four (4) members. The names and addresses of the persons who are to serve as the initial directors until the first annual meeting or until their successors are elected and qualified are:

	<u>Name</u>	<u>Address</u>
1.	Wildrick "Kenny" Stevenson	12610 Angel Lake Drive West Jacksonville, FL 32218
2.	Lucious Sumlar	7902 Dawsons Creek Dr. Jacksonville, FL 32222
3.	Richard Giles	10118 Sandler's Preserve Ct Jacksonville FL 32222
4.	Bobby L. Bozeman	6633 Fen Road Jacksonville, FL. 32218

ARTICLE VI
Members

The Corporation shall have no members.

ARTICLE VII
Incorporator

The name and address of the incorporator signing these articles of incorporation is: Wildrick "Kenny" Stevenson, 12610 Angel Lake Drive West, Jacksonville, FL 32218.

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ARTICLE VIII

Bylaws

The initial board of directors shall adopt Bylaws for the Corporation upon its organization which are approved and accepted by the board of directors and these Bylaws, as amended from time to time, shall govern the operation and functioning of the Corporation. The Bylaws may thereafter be amended, altered, added to or rescinded only by a vote of the board of directors.

ARTICLE IX

Amendment

These articles of incorporation may be amended by a majority vote of the board of directors at any regular or special meeting of the board.

ARTICLE X

Dissolution

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the 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.

ARTICLE XI

Limitations

Notwithstanding any other provision of these articles of incorporation:

1. The Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code;
2. 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;
3. No part of the net earnings, current or accumulated, or property of the Corporation shall inure to the benefit of, or be distributable to the Corporation's members, directors, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and upon dissolution, final liquidation or partial liquidation, may make distributions to the extent permitted by these articles of incorporation and applicable law, and to make payments and distributions in furtherance of the purposes set forth in these articles of incorporation;
4. The Corporation shall not have the power to declare dividends; and
5. If at any time or times the Corporation is a private foundation within the meaning of Section 509 of the Code, then during such time or times: (a) the Corporation shall not engage

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in any act of self-dealing, as defined in Section 4941(d) of the Code; (b) the Corporation shall distribute its income for each taxable year at such time and in such manner as to not subject the Corporation to tax under Section 4942 of the Code; (c) the Corporation shall not retain any excess business holdings, as defined in Section 4943(c) of the Code; (d) the Corporation shall not make any investments in such a manner as to subject the Corporation to tax under section 4944 of the Code; (e) and the Corporation shall not make any taxable expenditures as defined in Section 4945(a) of the Code.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 12th day of June, 2024 for the purpose of forming this not-for-profit corporation under the Florida Not For Profit Corporation Act.

Wildrick "Kenny" Stevenson
Wildrick "Kenny" Stevenson
CEO and Incorporator

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CONSENT OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for Watershed Moments Foundation, Inc. at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of their duties and is familiar with and accepts the duties and obligations of their position as registered agent.

Wildrick "Kenny" Stevenson
Wildrick "Kenny" Stevenson