

HAND, DREW, SHOWALTER, MERCIER, KELLY & MCCAULIE

PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

200 WEST FORSYTH STREET, SUITE 1020

JACKSONVILLE, FLORIDA 32202

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HORACE R. DREW, JR.  
JACK G. HAND, JR.  
TIMOTHY P. KELLY  
W. GREGG MCCAULIE  
LEE F. MERCIER  
AILISH O'CONNOR  
RUSSELL H. SHOWALTER, JR.

February 21, 1995

N95000000890

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, Florida 32314

Attention: Ms. Doris McDuffie

800001415648  
-02/27/95--01015--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Ms. McDuffie:

I am enclosing the following documents:

- (1) Original and one copy of Articles of Incorporation of a new corporation to be known as The South Jacksonville Rotary Foundation, Inc., a Not for Profit Corporation. This new corporation is to begin its existence upon filing of the Articles.
- (2) Original and one copy of Certificate naming Agent upon whom process may be served.
- (3) Firm check in the amount of \$70.00.

I am enclosing a check to your order in the amount of \$70.00. The \$70.00 is for the filing fee of \$35.00 with respect to the Articles of Incorporation of The South Jacksonville Rotary Foundation, Inc.; and the filing fee of \$35.00 for Certificate designating Registered Agent for the corporation.

I have also enclosed a copy of the Articles of Incorporation and request that the same be stamped as filed and returned to me in the envelope provided.

Yours very truly,

*Lee F. Mercier*  
Lee F. Mercier

LFM/dfe  
Enclosures

cc: Mr. Norman J. Harrison (w/encl.)

RECEIVED  
FEB 21 1995

ARTICLES OF INCORPORATION OF  
THE SOUTH JACKSONVILLE ROTARY FOUNDATION, INC.  
A Not For Profit Corporation

FILED  
1985 FEB 23 4:17 PM  
JACKSONVILLE

ARTICLE I  
Name

The name of this corporation shall be The South Jacksonville Rotary Foundation, Inc. ("the Corporation").

ARTICLE II  
Address

The address of the principal office of the Corporation shall be 200 West Forsyth Street, Suite 1020, Jacksonville, Florida 32202. The mailing address of the Corporation shall be the same.

ARTICLE III  
Purpose

(a) The purpose of the Corporation is to promote and finance the charitable projects and assistance to the Jacksonville community undertaken by the Rotary Club of South Jacksonville (the "Club"), to facilitate the Club's goals of service on the local, national and international levels, and for other charitable purposes.

(b) The Corporation is organized exclusively for charitable and educational purposes within the scope of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (the Code) and not for pecuniary profit.

(c) The Corporation shall restrict its activities to the promotion of charitable and educational purposes within the meaning of Section 501(c)(3) of the Code.

(d) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members,

directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered in furtherance of the purposes set forth herein.

(e) In the event of dissolution of the Corporation for any reason, the Directors shall, after paying the liabilities of the Corporation, distribute all the remaining assets and property of the Corporation exclusively for charitable, religious, scientific or educational purposes to organizations that are then exempt from taxation under Section 501(c)(3) of the Code.

#### ARTICLE IV Directors

The Directors of the Corporation shall consist of the President, President-Elect, Vice President, Treasurer, and Secretary of the Rotary Club of South Jacksonville, and four other directors appointed by the President, who shall be members of the Club Charity Committee. Each director shall serve a one-year term, from July 1 to June 30. Other provisions governing the election, appointment and service of directors shall be as provided in the By-Laws of the Corporation.

#### ARTICLE V Relation to Rotary Club of South Jacksonville

To the extent permitted by Florida law, the Corporation shall be subordinate to and subject to the authority of the officers and directors of the Club, and decisions made by the Board of Directors of the Club shall be binding upon the Corporation.

ARTICLE VI  
Initial Registered Office and Agent

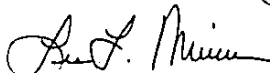
The street address of the initial registered office of this corporation is 200 West Forsyth Street, Suite 1020, Jacksonville, Florida 32202. The name of the initial registered agent of this Corporation at that address is Lee F. Mercier.

ARTICLE VII  
Incorporator

The name and address of the person signing these Articles is:

Lee F. Mercier  
200 West Forsyth Street, Suite 1020  
Jacksonville, Florida 32202

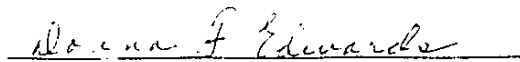
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21<sup>st</sup> day of February, 1995.



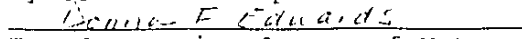
Subscriber

STATE OF FLORIDA     )  
                              ) ss  
COUNTY OF DUVAL    )

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of February, 1995 by Lee F. Mercier, who is personally known to me.

  
Notary Public, State of Florida  
at Large

My Commission Expires:

  
Typed or printed name of Notary



DONNA F. EDWARDS  
MY COMMISSION # CC432661 EXPIRES:  
January 29, 1999  
BONDED THRU TRACY FAIR INSURANCE, INC

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

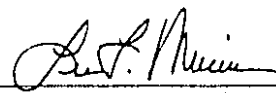
In pursuance of Chapter 48.091 and 607.034, Florida Statutes,  
the following is submitted:

The South Jacksonville Rotary Foundation, Inc., desiring  
to organize under the laws of the State of Florida with  
its registered office, as indicated in the Articles of  
Incorporation, at Jacksonville, County of Duval, State of  
Florida, has named Lee F. Mercier, 200 West Forsyth  
Street, Suite 1020, Jacksonville, County of Duval, State  
of Florida, Agent to accept service of process within  
this state.

Acknowledgment

Having been named to accept service of process for the above  
stated corporation, at such place designated in the Certificate, I  
hereby accept to act in this capacity, and to agree to comply with  
the provisions of said Act, relative to keeping open the above  
office.

DATED the 21st day of February, 1995.

  
By: Lee F. Mercier

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