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NANCY HENDRICKS JUN - 8 1995

Examiner's Initials

Limited Partnership

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Other

Name Reservation

CR2E031(10/92)



FLORIDA DEPARTMENT OF STATE Sundra B. Mortham Sucretary of State

June 1, 1995

RICHARD KNIGHT RT. 2, BOX 209 KEYSTONE HEIGHTS, FL 32656

SUBJECT: FIRST AMERICAN CULTURE & EDUCATION PRESERVATION

ASSOCIATION, INC.

Ref. Number: W95000011303

We have received your document for FIRST AMERICAN CULTURE & EDUCATION PRESERVATION ASSOCIATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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 (904) 487-6903.

Letter Number: 695A00027374

Nancy Hendricks Corporate Specialist

ARTICLES OF INCORPORATION OF First American Culture & Education Preservation Association, Inc. A Florida Corporation Not-For-Profit

ARTICLE ONE. NAME. The name of this corporation is: First American Culture & Education Preservation Association, Inc.

ARTICLE TWO. STATEMENT OF CORPORATE NATURE. This is a not-for-profit corporation organized solely for general civic and educational purposes pursuant to the Florida Corporations Not For Profit Law set forth in Chapter 617 of the Florida Statutes,

ARTICLE THREE. DURATION. This corporation shall have perpetual existence.

ARTICLE FOUR. GENERAL AND SPECIFIC PURPOSES. The purposes for which this corporation is formed are as follows:

- (1) To lease, purchase, own, maintain meeting and office space for serving the needs of the total community.
- .2) To provide educational, informational programs
- serving the needs of both members and the community base. (3) To provide and promote Community Events for fund-raising
- and community service.
- (4) To provide administrative and consulting support for the growth and development of members and other organizations, agencies or businesses on a contract basis.
- (5) To provide programs and projects related to the above purposes which may from time to time be instituted by the Board of Directors for said purposes governed by the by-laws and standard operating procedures duly implemented by this organization.

ARTICLE FIVE. MEMBERSHIP:

- (a) <u>Membership:</u> The qualifications for members and the manner of their admission are contained in the by-laws of this corporation.
- (b) Rights and Liabilities of members. The members of this corporation shall have no right title or interest whatsoever in its income, property or assets, nor shall any portion of such income, property or assets be distributed to any member on the dissolution of this corporation. Members of this corporation shall not be personally liable for any debts, liabilities or obligations of this corporation, and shall not be subject to any assessments.

ARTICLE SIX. LOCATION OF PRINCIPAL OFFICE AND IDENTIFICATION OF REGISTERED AGENT.

- (a) The county in the State of Florida where the principal office for the transaction of business for this corporation is Bradford County. The Place is SilverLining Trading Post, Hwy 301 South, Lawtey, Florida. The mailing address will be the same as the registered agent.
- (b) The name and address of the corporation's registered agent is: Dr Richard A. Knight, RR 2 Box 209, Keystone Hts., Florida 32656.

ARTICLE SEVEN. BOARD OF DIRECTORS.

- (a) The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a board of directors.
- (b)Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and by-laws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority. (o) The number of board of directors and the eligibility for membership on the board shall be set forth in the by-laws of this corporation.

(d) The names and addresses of such first members of the board of directors, which shall be at least three, are as follows:

Charles Robertson

395 Bear Greek Dr

Bartow, Fla 33830

Catherine C. Cooper

9775 8W 52nd Road Gainesville, Fla 32608

Darla Robertson

395 Bear Creek Dr Bartow, Fla 33830

ARTICLE BIGHT. BY-LAWS. Subject to the limitations contained in the by-laws, and any limitations set forth in the Not For Profit Corporations law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, by-laws of this corporation may be made, altered, rescinded, added to or new by-laws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefore in the by-laws.

ARTICLE NINE. <u>DRDICATION OF ASSETS</u>. The property of this corporation is irrevocably dedicated to educational, civic and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE TEN. <u>DISTRIBUTION OF ASSETS</u>. Upon dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax law.

ARTICLE ELEVEN. AMENDMENT OF ARTICLES. Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by the vote of a majority of the members of the corporation.

ARTIOLE TWELVE. INCORPORATORS. The names and addresses of the incorporators of this corporation are the same as the names and addresses of the initial board of directors as set forth in Article Seven hereof and incorporated as if set forth in full.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this non-profit charitable corporation under the laws of Florida, have executed these articles of incorporation on this _17th of March, 1995.

Oharles Robertson

Oatherine C. Cooper Catherine O. Gooper

Darla Robertson

STATE OF FLORIDA COUNTY OF BRADFORD

The foregoing Articles of Incorporation of First American Oulture & Education Preservation Association, Inc., a corporation Not For Profit, was acknowledged before me this __17% day of March 1995. By Charles Robertson, Oatherine O. Cooper, Darla Robertson, the incorporators signing said instrument.

Notary Public

State of Florida at Large

My Commission expires:

DICHICAGO AL KNIGHT

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REGISTERED AGENT ACCEPTANCE

I, Richard A. Knight am familiar with and accept the duties and responsibilities as Registered Agent for the FIRST AMERICANOULTURE & EDUCATION PRESERVATION ASSOCIATION INC.

RICHARD A. KNICHT

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Office address of Registered Agent:

RR 2 Box 209 Keystone Heights, Florida 32656

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FIRST AMERICAN CULTURE & EDUCATION PRESERVATION ASSOCIATION, INC.
COUNCIL OFFICE
US HWY 301 North - Rt 5 Box 7884
STARKE, FLORIDA 32091
(904) 964-8084

May 20th, 1996

Florida Department of State Department of Corporations Tallahassee, Florida

Dear Sir's:

S00001832933 -05/21/96--01136--009 *****87.50 *****87.50

Enclosed please find our Articles of Amendment along with a check for \$87.50 to cover the filing fee and a certified copy which we need to file with our 501(c)(3) application.

Please return this certified copy to our council office as listed above.

Thanking you for your speedy reply,

R.A. Knight, PhD Registered Agent

5H ZA AmonD. 96 KAY 21 PH 2: 28 SECRETARY OF STATE TALLAHASSEE, FLORID

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

FIRST AMERICAN CULTURE AND EDUCATION PRESERVATION ASSOCIATION, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendments adopted: Effective May 17, 1996

Article 4 (4)

"To provide administrative and consulting support for the growth and development of members and other organizations, agencies or businesses on a contract basis."

Is hereby deleted and replaced by adding: Article 4 (4)

"The purpose for which the corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law."

We adopt and amend by adding paragraph (6): ARTICLE 4 (6):

"Notwithstanding any other provision of these articles, this organization shall not 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 Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law."

SECOND: The date of adoption of amendments was May 17, 1996.

THIRD: There are no members entitled to vote on the amendment(s). These amendment(s) were adopted by the Board of Directors.

> Catherine C. Cooper Catherine C. Cooper Vice President May 17, 1996