

N 96 00000 4852

DANIEL E. CONLEY, ATTORNEY  
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Naples, FL 33963  
(941) 597-7184  
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FILED  
SEP 18 11 5 16  
TALLAHASSEE, FLORIDA

September 13, 1996

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

RECEIVED DATE  
9-13-96

800001950598  
-09/18/96--01067--014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: The Joe Logsdon Foundation, Inc.

Dear Sir or Madam:

On behalf of the above corporation, I enclose two originals of the Articles of Incorporation along with a check in the amount of \$70.00.

Please enter this corporation on the records of your office, and return the copy of the Articles to me, with the file stamp of your office.

Thank you.

Very truly yours,

*DE Conley*

Daniel E. Conley  
DEC/cb  
encl.  
cb/sec-state.doc

F. CHESLER SEP 19 1996

ARTICLES OF INCORPORATION  
OF  
THE JOE LOGSDON FOUNDATION, INC.  
A FLORIDA NONPROFIT CORPORATION

DATE FILED  
9-13-96

ARTICLE ONE. NAME

The name of the corporation is THE JOE LOGSDON  
FOUNDATION, INC.

FILED  
55 SEP 18 AM 9:16  
CLERK OF COURT  
JACKSONVILLE, FLORIDA

ARTICLE TWO. EXISTENCE

The duration of the corporation shall be perpetual, and  
the date and time of the commencement of corporate existence  
shall be September 13, 1996.

ARTICLE THREE. STATEMENT OF CORPORATE NATURE

This is a nonprofit corporation organized solely for  
general charitable purposes pursuant to the Florida Not For  
Profit Corporation Act.

ARTICLE FOUR. PURPOSES

The primary purposes of the corporation are to reduce  
the spread of HIV (Human Immunodeficiency Virus) infection  
in Collier County through community education, assure needed  
medical care and social services for those persons who are  
HIV positive, and to provide support for family and friends  
of those persons who are HIV positive.

The general purposes for which the corporation is  
formed are to operate exclusively for such charitable and  
educational purposes as will qualify it as an exempt

organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax law, including for such purposes, the making of distributions to organizations qualifying as tax-exempt organizations under that Code.

The corporation shall not, as a substantial part of its activities, carry out propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of or in opposition to any candidate for public office.

The corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax law, or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax law.

#### ARTICLE FIVE. DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to charitable and educational 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 SIX. MEMBERSHIP

The corporation shall have no members.

ARTICLE SEVEN.  
LOCATION OF OFFICE  
AND NAME OF INITIAL REGISTERED AGENT

The street address of the principal office and the initial registered office of this corporation is 196 Belina Drive, #8, Naples, Florida, 34104. The mailing address of the corporation is Post Office Box 9051, Naples, Florida 34101.

The name of the initial registered agent at such address is JON MICHAEL CHURCH.

ARTICLE EIGHT. INITIAL DIRECTORS

There shall be six directors constituting the initial Board of Directors. The names and addresses of each person who is to serve as an initial Director are:

<u>NAME</u>	<u>ADDRESS</u>
JON MICHAEL CHURCH	196 Belina Drive, #8 Naples, Florida 34104
CHERYLANN LOGSDON	900 Ninth Street North Naples, Florida 34102
ERICSON AF PROPER	2060 River Reach Drive, #93 Naples, Florida 34105
JACQUELINE EICHEN	2529 Linwood Avenue Naples, Florida 34112
STEPHEN TURNER	196 Belina Drive, #8 Naples, Florida 34104
DANIEL E. CONLEY	6310 Trail Boulevard Naples, Florida 34108

#### ARTICLE NINE. INCORPORATORS

The names and addresses of the incorporators of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JON MICHAEL CHURCH	196 Bolina Drive, #8 Naples, Florida 34104
CHERYLANN LOGSDON	900 Ninth Street North Naples, Florida 34102

#### ARTICLE TEN. MANAGEMENT OF CORPORATE AFFAIRS

(a) *Board of Directors:* The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of directors of the corporation shall be six; provided, however, that such number may be changed by a bylaw duly adopted by the Board, but shall be not less than three. The method of election of directors shall be stated in the bylaws.

(b) *Corporate Officers:* The Board of Directors shall manage all the affairs of the corporation. Accordingly, there shall be no corporate officers.

#### ARTICLE ELEVEN. DISTRIBUTION OF ASSETS

Upon the dissolution or winding up 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 nonprofit fund, foundation, or

corporation organized and operated exclusively for charitable or educational purposes 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. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization(s) as such court shall determine, that are organized and operated exclusively for such purposes.

#### ARTICLE TWELVE. FEDERAL INCOME TAX PROVISIONS

(a) *Distribution of Income.* The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax law.



(b) *Self-dealing.* The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax law.

(c) *Excess Business Holdings.* The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax law.

(d) *Investments Jeopardizing Charitable Purpose.* The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax law.

(e) *Taxable Expenditures.* The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax law.

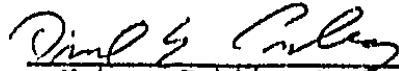
We, the undersigned, being the incorporators of this corporation, for the purpose of forming this nonprofit charitable corporation under the Laws of the State of Florida have executed these articles of incorporation on this the 13 day of September, 1996.

  
JON MICHAEL CHURCH  
  
CHERYLANN LOGSDON

STATE OF FLORIDA  
COUNTY OF COLLIER

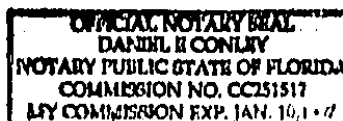
I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgments in the State and County aforesaid, personally appeared JON MICHAEL CHURCH and CHERYLANN LOGSDON, to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and  
State last aforesaid this 13 day of September, 1996.

  
Notary Public

My Commission Expires:

LOGSDON.DOC  
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes,  
the following is submitted:

That THE JOE LOGSDON FOUNDATION, INC., desiring to  
organize or qualify under the laws of the State of Florida,  
with its principal place of business at Naples, Collier  
County, Florida, has named JON MICHAEL CHURCH, located at  
196 Belina Drive, #8, Naples, Florida 34104, as its agent  
accept service of process within Florida.

Signature *Cherylann Logsdon*  
CHERYLANN LOGSDON  
Title Incorporator  
Date 9/13/96

FILED  
SEP 18 AM 9:16  
CLERK OF DISTRICT COURT  
NAPLES, FLORIDA

Having been named to accept service of process for the  
above-stated corporation, at the place designated in this  
certificate, I hereby agree to act in this capacity, and I  
further agree to comply with the provisions of all statutes  
relative to the proper and complete performance of my  
duties.

Signature *Jon Michael Church*  
JON MICHAEL CHURCH  
Date 9/13/96