

N980000000204

GLADES COUNTY SCHOOL DISTRICT

P.O. Box 459, Moore Haven, Florida 33471

December 9, 1997

■ Gary L. Clark
Superintendent

■ Norman L. Hughes
Director of
Administrative
Services

■ Mazie T. Ford
Director
Curriculum
Services

SCHOOL BOARD

Kathy Browning
District #2

Elmer Close
District #5

Tom Gaskins
District #3

Tierney Pearce
District #1

Mike Pressley
District #4

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****122.50 ****122.50

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

To Whom It May Concern:

I am enclosing three copies of the Glades
Education Foundation bylaws.

Please return one (1) certified copy to me
at: Glades County School District
P.O. Box 459
Moore Haven, FL 33471

Yours truly,

Gary L. Clark

Gary L. Clark
Superintendent

Enclosure

GLC/sw

FILED
98 JAN 14 PM 12:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
12/22/97

634, 626



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 22, 1997

GARY L. CLARK
GLADES COUNTY SCHOOL DISTRICT
P.O. BOX 459
MOORE HAVEN, FL 33471

SUBJECT: GLADES EDUCATIONAL FOUNDATION, INC.
Ref. Number: W97000028397

We have received your document for GLADES EDUCATIONAL FOUNDATION, INC. and your check(s) totaling \$122.50. 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. *Corrected on page 1*

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws. *Corrected on page 4*

Please return the original and one copy of 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 (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 797A00059940

FILED

ARTICLES OF INCORPORATION

98 JAN 14 PM 12:38

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GLADES EDUCATIONAL FOUNDATION, INC.

a Florida corporation not-for-profit

The undersigned, acting as incorporators of a not-for-profit corporation pursuant to Chapter 617, Florida Statutes, adopt the following articles of incorporation:

ARTICLE I. CORPORATE NAME AND DURATION. The name of this corporation (otherwise known as "Foundation") shall be GLADES EDUCATIONAL FOUNDATION, INC. The existence of this corporation shall begin on the date the certificate of incorporation is issued by the Secretary of State for the State of Florida and shall continue perpetually thereafter unless dissolved as provided by law. The corporation address is P.O. Box 459, Avenue L & 10th Street, Moore Haven, FL 33471.

ARTICLE II. OBJECT AND PURPOSE. The object and purpose of the Foundation shall be to provide charitable, scientific and educational aid in the form of money, and other forms of property and services to the School Board of Glades County, Florida (hereinafter referred to as the "School Board"), its successors and assigns, and to persons, associations and corporations associated therewith; to promote education and other related activities of the Board; to encourage research, learning and dissemination of information in which the Board is carrying on activities 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.

The Foundation is created to be a district school board direct-support organization pursuant to Florida Statute 237.40; and

also is governed by Rule 6A-1.0013, Florida Administrative Code (i.e., F.A.C.) and any other state statute, State Board of Education rule or applicable federal law, now or hereafter in effect.

ARTICLE III. POWERS. The Foundation shall have the power and authority:

1. To solicit, receive, and hold by gift, bequest, devise, grant, and to acquire by purchase, lease, exchange or otherwise, property, both real and personal, either as absolute owner or as trustee thereof, and to manage and administer the same.

2. To act and perform the duties of trustees or to act in any other fiduciary capacity under any deed or trust, will, codicil, agreement, whether oral or written, or other instrument incidental to and for the purpose of carrying out any lawful purpose of the foundation and to obligate itself to perform and execute any and all such conditions or trusts.

3. To make and receive contributions, grants, gifts and transfers of property, both real and personal, either outright or in trust, to or for the benefit of the School Board, or to or for the benefit of other organizations identified, associated with and approved by the Board which are tax exempt organizations under the provisions of Section 501(c)(3) of the Internal Revenue Code of the United States of America, or acts amendatory thereof or supplementary thereto.

4. In general to do and perform all things necessary and to have all powers necessary and provided to non-profit corporations under Chapter 617 of the Florida Statutes, needful or desirable to encourage, promote and provide with funds obtained, opportunities for the School Board to serve the needs of citizens residing primarily in Glades County. The Board of Directors of the Foundation shall have full power to modify the conditions and regulations under which any funds received shall be spent, so as to secure the application of the funds in the best manner adapted to the conditions of the time and to the needs of the School Board;

provided, however, that the transactions of the Foundation shall at all times be related to the general purposes included in previous sections.

ARTICLE IV. ACTIVITIES NOT PERMITTED. This Foundation shall not:

1. Declare or pay any dividend.
2. Pay, give or loan to or for the benefit of any director or other private individual (except as (a) reimbursement for Foundation expenses incurred for the Foundation's lawful benefit, or (b) as reasonable compensation for lawful services rendered to the Foundation or for property or thing of value acquired by the Foundation for valid Foundation purposes) any money or Foundation asset.
3. Notwithstanding anything herein to the contrary, the Foundation shall not carry on any other 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 ("the code") or the corresponding provisions of any future United States Revenue law.
4. Participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
5. No substantial part of the activities of this Foundation shall be for carrying on propaganda, or otherwise attempting to influence legislation, except for the proper benefit of the School Board and the purposes permitted for this direct support organization under state and federal law.
6. Any activities which would be improper as a recipient of tax-deductible contributions under Section 170(c)(2) of the Code.

ARTICLE V. MEETINGS, PLACES HELD AND NOTICE. Meetings of the Foundation shall be held not less often than quarterly (i.e., at least four each fiscal year) and will usually be held in the School Board's meeting room or in the Glades County Commission's meeting

room or in the Moore Haven City Commission's meeting room. However, Foundation meetings may, from time to time, be held in other public places, both within and without Glades County and the State of Florida. Regardless of where held, public notice thereof shall be given not less than three days (i.e., 72 hours) in advance by public service announcement in the Glades County Democrat. A so-called "legal" ad or notice shall not be necessary if a public service announcement is not given by the newspaper.

ARTICLE VI. MEMBERS.

1. The membership of the Foundation shall be not less than five (5) nor more than thirty (30) persons; and the original incorporators shall be the first members.

2. The original incorporators, with the advice and consent of the School Board, shall select the initial membership.

3. Vacancies caused by deaths, resignations or other causes shall be filled by vote of the membership subject to ratification by the School Board.

4. Membership shall not be limited to persons residing in Glades County. Indeed, in order to better promote and accomplish the object and purpose of the Foundation, it is expected that some persons who reside outside Glades County will be sought as members.

5. Directors are elected in accordance with the By-laws.

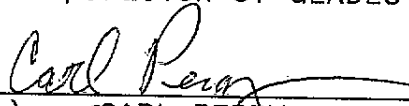
ARTICLE VII. INCORPORATORS; INITIAL OFFICERS AND DIRECTORS.

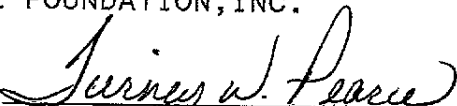
The names and places of residence of the incorporators, who are to serve as the initial officers and directors, are as follows:

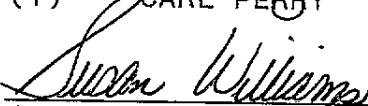
<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
(1) Carl Perry	Rt. 2, Box 610 Moore Haven, FL 33471	President & Director
(2) Tierney Pearce	P. O. Box 1115 Moore Haven, FL 33471	Vice-Pres. & Director
(3) Susan Williams	P. O. Box 459 Moore Haven, FL 33471	Secretary, Treasurer & Director
(4) Gary L. Clark	P. O. Box 459 Moore Haven, FL 33471	Director


ARTICLE VIII. INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT. The initial registered office of the Foundation (i.e., corporation) shall be physically located in the Superintendent of Schools' office in the Glades County School Administration Building, the street address of which is Corner of Tenth Street and Avenue L, Moore Haven, FL 33471. The initial registered agent for the Foundation shall be GARY L. CLARK, whose work address is in that same office and whose physical residence address is Rodeo Drive, Moore Haven, FL 33471.

THE UNDERSIGNED INCORPORATORS hereby execute these articles of incorporation of GLADES EDUCATIONAL FOUNDATION, INC.


(1) CARL PERRY


(2) TIERNEY W. PEARCE


(3) SUSAN WILLIAMS


(4) GARY L. CLARK

STATE OF FLORIDA
COUNTY OF GLADES

Before me, the undersigned notary public, personally appeared the following persons:

- (1) CARL PERRY, who is either:
a. ☒ personally known to me
or
b. ☐ if not personally known to me, produced photo identification (type presented: Florida driver's license # _____); or other: _____)
- (2) TIERNEY W. PEARCE, who is either:
a. ☒ personally known to me
or
b. ☐ if not personally known to me, produced photo identification (type presented: Florida driver's license # _____); or other: _____)
- (3) SUSAN WILLIAMS, who is either:
a. ☒ personally known to me
or
b. ☐ if not personally known to me, produced photo identification (type presented: Florida driver's license # _____); or other: _____)
- (4) GARY L. CLARK, who is either:
a. ☒ personally known to me
or
b. ☐ if not personally known to me, produced photo identification (type presented: Florida driver's license # _____); or other: _____)

fication (type presented: Florida driver's license # _____
_____; or other: _____)

and who, being first duly sworn and on oath, acknowledged executing the foregoing document freely and voluntarily for the purposes therein expressed.

Witness my hand and seal on November 14, 1997.

Notary's seal, commission
and expiration stamp:



LORIS BOND
COMMISSION # CE 33897
EXPIRES APR 28, 2001
BONDED THROUGH
ATLANTIC BONDING CO., INC

Signature: _____

Name printed: Lori S. Bond

Notary Public

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT IN ARTICLE VIII ABOVE, TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES. I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATED: 11-14, 1997.

Gary L. Clark
GARY L. CLARK, Registered Agent

SCHOOL BOARD APPROVAL

Pursuant to the provisions of Florida Statute 237.40, the foregoing articles of incorporation of GLADES EDUCATIONAL FOUNDATION, INC. are hereby approved.

Dated May 8, 1997.

(SCHOOL BOARD SEAL)

SCHOOL BOARD OF GLADES
COUNTY, FLORIDA

By Tierney W. Pearce
TIERNEY W. PEARCE
as Board Chair

ATTEST:

Gary L. Clark
GARY L. CLARK
as Superintendent and
Secretary to the Board

NON-PROF-CORP/GCSD-MAY.96