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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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March 12, 1998

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

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*****122.50 *****122.50

RE: INSERTEC ORGANIZATION, INC. 8

Dear Sir/Madam:

Please find enclosed herewith an original and copy of the Articles of Incorporation for each of the above-referenced corporation. In addition, a check in the amount of \$122.50 is enclosed to cover the costs of the applicable fees as follows:

Filing Fee:	\$35.00
Registered Agent Fee:	\$35.00
Certified Copy of Document:	<u>\$52.50</u>
	\$122.50

Please file the original of the enclosed and return a copy to the undersigned. Your prompt attention to this matter would be appreciated.

Sincerely,


Terrence L. Ivey, Esquire
FOR THE FIRM

TLI/

Enclosures (as stated)

F. CHESSEY MAR 17 1998

ARTICLES OF INCORPORATION

OF

INSERTEC ORGANIZATION, INC.

We, the members of INSERTEC ORGANIZATION, INC. the undersigned hereby associate ourselves together for the purpose of becoming a corporation not for profit under Chapter 617, Laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

ARTICLE I

Name of Corporation

The name of the corporation shall be INSERTEC ORGANIZATION, INC.

ARTICLE II

Corporate Nature

This is a nonprofit corporation, organized for the operation, of any and all lawful business.

ARTICLE III

Duration

The term of existence of the corporation is perpetual.

ARTICLE IV

General and Specific Purposes

This corporation is not-for-profit and organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are as follows:

- A. For charity, education, cultural pursuits, and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.
- B. To protect and serve its members and to promote growth and development in the surrounding community for the best possible standards of life through honesty, respect, understanding, sharing and the knowledge to determine "yes" we can make

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the difference for the future of all concerned.

- C. To operate exclusively for charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.
- D. To exercise all rights and powers conferred by the laws of the State of Florida upon non-profit corporations.
- E. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by non-profit corporations under the Internal Revenue Code and no part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purpose.

ARTICLE V

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, consisting of not less than three (3) persons. The number of Directors of the corporation shall be four provided however, that such number may be changed by the By-Laws duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be named, if necessary.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualifications of the successors in office. Annual meetings shall be held on the fourth Saturday in January of each year at such place or places as the Board of Directors may designate from time to time by resolution.

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 file 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 the By-Laws for this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial Board of Directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Herman Williams	550 Cody Drive Orange Park, FL 32073
Charlie Green	1702 West 5th Street Jacksonville, FL 32209
Robert Jackson	7888 Revere Court Jacksonville, FL 32217

B. Corporate Officers. The Board of Directors shall elect the following officers: President, Vice-President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

NAME AND ADDRESS

Abe W. Mallory(President)	1321 Harts Street Jacksonville, FL 32209
Carlton A. McKenzie (Secretary)	4698 University Boulevard N Jacksonville, FL 32211
William Green(Treasurer)	9018 Greenleaf Road Jacksonville, FL 32207

ARTICLE VI

Earnings and Activities of Corporation

A. 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 and to make payments and distributions in furtherance of the purposes set forth in article IV hereof.

- B. 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, and intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VII

Distribution of Assets

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, and to such organization or organizations organized and operated exclusively for charitable, education, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes and to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

Membership

The qualification for members and the manner of their admission shall be regulated by the by-laws for this corporation.

ARTICLE IX

Incorporators

The name and residence address of the Incorporator of this corporation is Abe W. Mallory, 1321 Harts Street, Jacksonville, FL 32209.

ARTICLE X

Amendment of By-Laws

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporation's Not for Profit Law of the State 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 XI

Dedication of Assets

The property of this corporation is irrevocably dedicated to education, 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 XII

Registered Agent And Office

The name and address of the corporation's registered officer is Abe W. Mallory, 1321 Harts Street, Jacksonville, Florida 32209.

ARTICLE XIII

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 member for their vote in the manner set forth in the By-Laws of this corporation.

ARTICLE XIV

Indemnification

This corporation shall indemnify an officer or Board Member, to the full extent permitted by law.

ARTICLE XV

Principal Place of Business

The principal place of business is 1321 Harts Street, Jacksonville, Florida 32209.

I, the undersigned, being the Incorporator of this corporation, for the purpose of forming this non-profit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 28 day of Feb, 1998.

WITNESSED BY:

x Robert D Jackson
Robert D Jackson

Abe W. Mallory
Abe W. Mallory, Incorporator

x Carlton A McKenzie
CARLTON A. MCKENZIE
STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared, Abe W. Mallory, who, after first being duly sworn, deposes and says that he is the person described in the foregoing Articles of Incorporation

and he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 28 day of

FEBRUARY, 1998

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires

1 personally known to me
produced identification _____

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TERRENCE L. IVEY
My Commission CC457669
Expires May. 01, 1999
Bonded by HAI
800-422-1555

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep my office open during prescribed hours; to post my name and address (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in my office as required by law. I am familiar with, and accept, the obligations provided for in Section 617.0501 Florida Statutes.

[Signature]
Abe W. Mallory
1321 Harts Street
Jacksonville, Florida 32209