

N98000004300



ACCOUNT NO. : 072100000032

REFERENCE : 902243. 4307842

AUTHORIZATION :

*Patricia Pjitt*

COST LIMIT : \$ 122.50

ORDER DATE : July 23, 1998

ORDER TIME : 2:16 PM

ORDER NO. : 902243-005

CUSTOMER NO: 4307842

CUSTOMER: Ms. Haley Watkins  
MARTIN ADE BIRCHFIELD &  
MICKLER, P.A.  
One Independent Dr., Ste 3000  
Post Office Box 59  
Jacksonville, FL 32201

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUL 23 AM 9:09

600002596896--9

DOMESTIC FILING

NAME: C.I.S. EDUCATIONAL AND  
INFORMATION FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

703.  
W98-16834

RECEIVED  
98 JUL 23 PM 2:42  
STATE  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUL 23 AM 9:09

July 23, 1998

**RESUBMIT**

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

Please give original  
submission date as file date.

SUBJECT: C.I.S. EDUCATIONAL AND INFORMATION FOUNDATION, INC.  
Ref. Number: W98000016834

We have received your document for C.I.S. EDUCATIONAL AND INFORMATION FOUNDATION, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

Article VII states there will be three director(s), whereas none is/are listed.

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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 298A00039099

DIVISION OF CORPORATIONS  
98 JUL 24 PM 3:23

ARTICLES OF INCORPORATION  
OF  
C. I. S. EDUCATIONAL AND INFORMATION FOUNDATION, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUL 23 AM 9:09

In order to form a corporation in accordance with the provisions of the laws of the state of Florida for the formation of corporations not for profit, Chapter 617, Florida Statutes, the undersigned incorporator designates the following Articles for the purposes and with the powers hereinafter mentioned.

ARTICLE I

CORPORATION NAME

The name of this corporation is "C. I. S. Educational and Information Foundation, Inc."

ARTICLE II

TERM OF EXISTENCE

The period of the duration of the existence of this corporation will be perpetual and shall commence at the time of filing of these Articles of Incorporation by the Florida Department of State.

ARTICLE III

PURPOSES AND RESTRICTIONS

This corporation is organized and operated exclusively for educational and humanitarian purposes in order to promote the knowledge and appreciation of those countries which comprise the Commonwealth of Independent States, including but not limited to their culture, customs, history, and business. Notwithstanding any provision of these Articles of

Incorporation to the contrary, the corporation shall take no action inconsistent with the provisions of the Florida Not For Profit Corporation Act.

#### **ARTICLE IV**

#### **NONSTOCK CORPORATION**

This corporation is organized on a nonstock basis without the issuance of shares of stock evidencing ownership.

#### **ARTICLE V**

#### **REGISTERED AGENT AND REGISTERED OFFICE**

The initial Registered Agent and the street address of the initial Registered Office of the corporation in the state of Florida shall be:

Daniel B. Nunn, Jr.  
One Independent Drive, Suite 3000  
Jacksonville, Florida 32202

#### **ARTICLE VI**

#### **PRINCIPAL OFFICE**

The street address of the initial principal office of the corporation in the state of Florida is 10151 Deerwood Park Boulevard, Building 100, Suite 410, Jacksonville, Florida 32256.

#### **ARTICLE VII**

#### **DIRECTORS**

The powers, business and affairs of the corporation shall be managed and directed by the Board of Directors in accordance with these Articles and the Bylaws. The corporation shall have three (3) directors. The number of directors may be increased or decreased

from time to time by amendment to the Bylaws but there shall at all times be at least three (3) directors. The method of electing the directors shall be as provided in the Bylaws.

#### **ARTICLE VIII**

#### **INCORPORATOR**

The name and street address of the incorporator of this corporation is as follows:

Daniel B. Nunn, Jr.  
One Independent Drive, Suite 3000  
Jacksonville, Florida 32202

#### **ARTICLE IX**

#### **MEMBERSHIP**

This corporation shall have no members.

#### **ARTICLE X**

#### **DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon the dissolution or final liquidation of the corporation, the Board of Directors shall distribute the assets of the corporation in accordance with Florida Statutes sections 617.1405 and 617.1406.

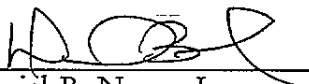
#### **ARTICLE XI**

#### **INDEMNIFICATION OF DIRECTORS AND OFFICERS AND LIMITATION ON LIABILITY**

This corporation shall indemnify the directors and officers of this corporation to the fullest extent permitted by applicable law. No director or officer of this corporation shall be liable to this corporation or any other person for monetary damages for breach of fiduciary duty as a director or officer, except to the extent such exemption from liability or limitation thereof is not permitted under the Florida Not For Profit Corporation Act as the same exists

or may hereafter be amended. Any amendment, modification, or repeal of this Article XI shall not adversely affect any right or protection of a director or officer of the corporation hereunder in respect of any act or omission occurring prior to the time of such amendment, modification, or repeal.


IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Jacksonville, Duval County, Florida, this 22nd day of July, 1998.

  
\_\_\_\_\_  
Daniel B. Nunn, Jr.  
Incorporator

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT OF  
C. I. S. EDUCATIONAL AND INFORMATION FOUNDATION, INC.

Pursuant to Sections 48.091 and 617.023, Florida Statutes (1997), the undersigned, having been designated as the initial Registered Agent for the service of process within the state of Florida upon C. I. S. Educational and Information Foundation, Inc., a not-for-profit corporation organized under the laws of the state of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at One Independent Drive, Suite 3000, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal in Jacksonville, Duval County, Florida, on this 22<sup>nd</sup> day of July, 1998.

  
\_\_\_\_\_  
Daniel B. Nunn, Jr.  
Registered Agent

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