

N99000001051



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 135966 4805939

AUTHORIZATION :

Patricia Pruitt

COST LIMIT : \$ 78.75

ORDER DATE : February 16, 1999

ORDER TIME : 1:55 PM

ORDER NO. : 135966-005

100002777201--0

CUSTOMER NO: 4805939

CUSTOMER: Gary W. Huston, Esq

BEGGS & LANE

BEGGS & LANE

P. O. Box 12950

Pensacola, FL 32576-2950

DOMESTIC FILING

NAME: PENSACOLA ASSOCIATION OF THE
DEAF, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

EXAMINER'S INITIALS:

524
W99-3946

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99FEB 16 PM 12:09
J 2/18/99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 16, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: PENSACOLA ASSOCIATION OF THE DEAF, INC.
Ref. Number: W99000003946

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 16 PM 12:09

RESUBMIT

Please give original
submission date as file date.

We have received your document for PENSACOLA ASSOCIATION OF THE DEAF, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

THERE SHALL NEVER BE LESS THAN 3 DIRECTORS.

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: 799A00006989

*Claretha - pls acknowledge reject
date for their filing date.*

*Thank
Janice*

DIVISION OF CORPORATIONS
99 FEB 18 AM 9:53

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 16 PM 12:09

**ARTICLES OF INCORPORATION
OF
PENSACOLA ASSOCIATION OF THE DEAF, INC.**

The following subscriber hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a not-for-profit corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be Pensacola Association of the Deaf, Inc.

ARTICLE II

The corporation shall have perpetual existence, beginning on the date of filing these Articles in the office of the Secretary of State of Florida.

ARTICLE III

The corporation is organized and shall be operated exclusively for charitable, religious, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now or hereafter amended. In furtherance of such purposes, the Corporation shall have the following powers:

(A) To promote the interests of the deaf and hearing-impaired in a manner consistent with charitable purposes within the meaning of Section 501(c)(3);

(B) To receive and administer funds and contributions received by gift, deed, bequest, or devise, and otherwise to acquire money, securities, property, rights, and services of every kind and

description and to hold, invest, expend, contribute, use, sell, or otherwise dispose of money, securities, property, rights or services so acquired, for the purposes mentioned above;

(C) To borrow money and/or property and to make, accept, endorse, execute and issue bonds, debentures, promissory notes and other corporate obligations for monies borrowed, or in payment for property acquired, or for any of the purposes of the Corporation, and to secure payment of such obligations by mortgage, pledge, deed, debenture, agreement or other instruments of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights, or privileges of the Corporation;

(D) To invest its funds in such mortgages, bonds, notes, debentures, shares of preferred and common stock and any other securities of any kind whatsoever and in property, real, personal, or mixed, tangible or intangible, all as the Corporation's Board of Directors shall deem advisable and as may be permitted by law;

(E) To make gifts or contributions in furtherance of the Corporation's purposes; and

(F) In addition to the foregoing, the Corporation shall have all powers that may be conferred by the laws of Florida, as now existing or hereafter amended, upon not-for-profit corporations.

However, the Corporation is organized and in all events shall be operated exclusively for charitable, religious, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States internal revenue law, in the course of which operation:

(i) 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 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 herein;

(ii) no substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office except as authorized under the Internal Revenue Code; and

(iii) notwithstanding any other provisions 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 or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

ARTICLE IV

Any individual interested in membership in the Corporation may become a member upon satisfaction of the requirements for membership as from time to time stated in the Corporation's bylaws.

ARTICLE V

The name and address of the subscriber to the Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Gary W. Huston	3 West Garden Street, Suite 600 Pensacola, FL 32501

ARTICLE VI

Under the direction of the Board of Directors, the affairs of the Corporation are to be managed by the organizational officers of the Corporation, which are the president, vice president, secretary, treasurer, and such other officers as may be specified from time to time in the Corporation's bylaws. Officers shall be elected annually by the members.

ARTICLE VII

The Board of Directors of the Corporation shall have the number of members specified from time to time in the Corporation's bylaws, but not less than three (3) persons. The members shall elect annually not less than one (1) director, who shall serve for a three-year term.

ARTICLE VIII

The Articles of Incorporation and the bylaws of the Corporation are to be made, altered, or rescinded by a two-thirds (2/3) vote of the members at any regular meeting of the members; provided, however, that notices of a proposed bylaw change must be given in writing at a previous business

meeting and copies of the proposed amendment or change must have been furnished to each member present at such previous business meeting.

ARTICLE IX

Upon the dissolution of the Corporation, the assets of the Corporation shall be distributed, after paying or making provision for the payment of all liabilities of the Corporation, in accordance with a plan of distribution, adopted by the Board of Directors, exclusively to charitable or educational organizations which are engaged in affairs substantially similar to those of the Corporation and which would qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 and the Treasury Regulations issued thereunder, preferably to organizations so qualifying that are organized and operated exclusively for charitable or educational purposes in the greater Pensacola, Florida geographic area.

ARTICLE X

The street address of the initial registered office of the Corporation is 3 West Garden St., Suite 600, Pensacola, Florida 32501 and its initial registered agent is Gary W. Huston whose business address is 3 West Garden Street, Suite 600, Pensacola, Florida 32501, where process may be served.

IN WITNESS WHEREOF, the subscriber has set his hand and seal this 15th day of February, 1999.



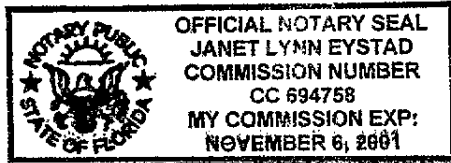
Gary W. Huston, Subscriber

STATE OF FLORIDA
COUNTY OF ESCAMBLA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 FEB 16 PM 12:09

The foregoing instrument was acknowledged before me this 15th day February, 1999, by Gary W. Huston, who is personally known to me and who did/did not take an oath.



Janet Lynn Eystad
Notary Public

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.0501, Florida Statutes, the following is submitted: That Pensacola Association of the Deaf, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 3 West Garden Street, Suite 600, Pensacola, Florida 32501, has named Gary W. Huston, a resident of Santa Rosa County, Florida, whose business address is 3 West Garden Street, Suite 600, Pensacola, FL 32501, as its agent to accept service of process within Florida.

PENSACOLA ASSOCIATION OF THE DEAF, INC.

By: Gary W. Huston
Gary W. Huston, Subscriber

ACCEPTANCE

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.

Gary W. Huston
Gary W. Huston