

N 99000001486

JOHNSTON, HARRIS, GERDE & JELKS, P.A.

ATTORNEYS AND COUNSELLORS AT LAW

239 EAST FOURTH STREET

PANAMA CITY, FLORIDA 32401

TELEPHONE (850) 763-8421

FACSIMILE (850) 763-8425

E-mail: GERDEJELKS@aol.com

JERRY W. GERDE

ALLEN N. JELKS, JR.

March 4, 1999

MAYO C. JOHNSTON

(1912-1983)

WILLIAM E. HARRIS

(1923-1988)

Corporate Records Bureau
DEPARTMENT OF STATE
409 East Gaines Street
P. O. Box 6327
Tallahassee, FL 32399

700002796237--5
-03/05/99--01087--002
*****78.75 *****78.75

Re: THE CANDIS M. HARBISON FAMILY FOUNDATION, INC.

Dear Sir:

Please find enclosed herewith the original and a copy of proposed Articles Of Incorporation for the new corporation to be known as THE CANDIS M. HARBISON FAMILY FOUNDATION, INC., together with a check in favor of the Secretary Of State in the amount of \$122.50 for the following fees:

Filing Fee:	\$35.00
Certification of Copy:	8.75
Designation Of Registered Agent:	35.00
Total:	\$78.75

Please note that Article VII in the Articles Of Incorporation designates the place of business of the Corporation and the name and address of the Registered Agent.

Your assistance in filing same, and in forwarding the Certified Copy to me, would be most appreciated. Thank you.

Very truly yours,

JOHNSTON, HARRIS, GERDE & JELKS, P.A.

Allen N. Jelks, Jr.

Enclosures.

cc: Candis M. Harbison

A-34:Harbison.1et

FILED
99 MAR -5 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/10/99

ARTICLES OF INCORPORATION

OF

THE CANDIS M. HARBISON FAMILY FOUNDATION, INC.

(A Corporation not for Profit)

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, the following Articles of Incorporation are hereby subscribed, made and adopted.

I.

NAME OF CORPORATION

The name of the Corporation shall be:

THE CANDIS M. HARBISON FAMILY FOUNDATION, INC.

II.

PURPOSES

The general nature, objects and purposes of the Corporation shall be to operate without profit and to accept property of whatever kind, and wherever situated, received by it by gift, grant, purchase, devise, bequest, or in any lawful manner and to administer and distribute such property exclusively for charitable purposes. Said charitable purposes shall specifically include, but not be limited to, donations for the purpose of preserving environmentally sensitive or endangered lands and protecting endangered and threatened species, including donations to governmental entities to accomplish these purposes.

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 distribution in furtherance of the purposes set forth herein. No substantial part of the activities of the Corporation shall be for the purpose of influencing legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a Corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

FILED
99 MAR -5 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

III.
MEMBERSHIP

The Corporation shall not have members.

IV.
BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors consisting of not fewer than three (3) persons, as determined pursuant to provision of the Bylaws. The names and addresses of the initial directors of this Corporation are:

CANDIS M. HARBISON
120 East 2nd Place
Panama City, FL 32401

MATTHEW BRUCE HARBISON
5704 Hilltop Avenue
Panama City, FL 32408

JASON SCOTT HARBISON
316 S. Bonita Avenue
Panama City, FL 32401

The manner in which directors are replaced, elected or appointed shall be determined pursuant to provision of the Bylaws.

V.
CORPORATE EXISTENCE

The existence of this Corporation shall be perpetual, unless dissolved according to law.

VI.
BYLAWS

The first Board of Directors of the Corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the Board of Directors in the manner provided by such Bylaws.

VII.
PRINCIPAL OFFICE ADDRESS AND ACCEPTANCE
BY REGISTERED AGENT

The street address of the principal office of this Corporation is 120 East 2nd Place, Panama City, FL 32401, and the name of the initial registered agent of this Corporation at that address is CANDIS M. HARBISON, whose address is 120 East 2nd Place, Panama City, FL 32401, who is familiar with and accepts the duties and responsibilities as registered agent for said Corporation. The street address of the registered office of this Corporation is: 120 East 2nd Place, Panama City, FL 32401.

VIII.
INCORPORATORS

The name and address of the incorporator to these Articles of Incorporation is:

CANDIS M. HARBISON
120 East 2nd Place
Panama City, FL 32401

IX.
COMMITTEES

The Corporation may establish such committees as may be necessary to efficiently carry out the general purposes and activities of the Corporation.

X.
DISTRIBUTION UPON DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes for which this Corporation was organized to such organization or organizations organized and operated exclusively for charitable, educational, 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 1986, as amended, (or the corresponding provision of any future United States Internal Revenue Law) or an organization or organizations, contributions to which are deductible under Section 170(c)(1) or (2) of the Internal Revenue Code.

XI.
AMENDMENT

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, upon a 2/3 vote of the Directors in existence at the time of such amendment, alteration, change or repeal.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of March, 1999.

Candis M. Harbison
CANDIS M. HARBISON
Incorporator/Registered Agent

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 4th day of March, 1999, by CANDIS M. HARBISON,

☒ who is personally known by me.

☐ who produced _____ as identification.

NANCY F. HARRIS
Notary Public - State of Florida
My Commission Expires Oct. 19, 2001
Commission No. CC 687752

Nancy F. Harris
NOTARY PUBLIC (Signature)
NAME: Nancy F. Harris
(Print or Type name)

My Commission Expires:

Commission No. _____

FILED
99 MAR -5 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA