

TRANSMITTAL LETTER

N99000001908

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Publishing
Crossroads Company, Inc.
(Proposed corporate name - must include suffix)

100002821021--8
-03/26/99-01114-020
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Angela D. Lawson
Name (Printed or typed)

P.O. Box 573
Address

Midway, Florida 32343
City, State & Zip

(850) 574-9096
Daytime Telephone number

6P
3/26

99 MAR 26 PM 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
CROSSROADS PUBLISHING, INC.
(a corporation not for profit)**

FILED
99 MAR 26 PM 3:36
CLERK OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 617 of the Florida Statutes, the undersigned, who is of full age, has this day voluntarily associated herself for the purpose of forming a corporation not for profit, and does hereby certify:

ARTICLE I - NAME

The name of the corporation is Crossroads Publishing, Inc. hereinafter called "The Corporation".

ARTICLE II - ADDRESS

The principal office of the corporation is located at 910 North Duval Street, Tallahassee, Florida 32303.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 910 North Duval Street, Tallahassee, Florida 32303; and the name of the initial Registered Agent of this corporation is Angela D. Lawson

ARTICLE IV - INCORPORATORS

There shall two incorporators of this Corporation:

Angela D. Lawson
Central Road
Midway, FL 32343

Toraino S. Owens
Post Office Box 20603
Tallahassee, FL 32316

ARTICLE V - ORGANIZATIONAL MEETING

Incorporators shall hold an organizational meeting to elect a Board of Directors of not less than three (3), who shall complete the organization of the Corporation. Directors shall be elected at an annual meeting of the members.

ARTICLE VI - BYLAWS

The initial bylaws of the Corporation shall be adopted by the Board of Directors. The power to alter, amend, or repeal the bylaws or adopt new bylaws shall be vested in the Board of Directors. The bylaws shall contain any provision for the regulation and management of the affairs of the corporation not inconsistent with law or the Articles of Incorporation.

ARTICLE VII - PURPOSE

The Corporation is organized for the specific purpose of publishing and distributing educational magazines which include but is not limited to marketing and sales of said magazines. It may operate for any lawful purposes not for pecuniary profit and not specifically prohibited to corporations under other laws of this State.

ARTICLE VIII - POWERS

Every corporation not for profit organized under this act, unless otherwise provided in its articles of incorporation or bylaws, shall have power to:

- (1) Have succession by its corporate name for the period set forth in its articles of incorporation.
- (2) Sue and be sued and appear and defend in all actions and

proceedings in its corporate name to the same extent as a natural person.

(3) Adopt, use, and alter a common corporate seal. However, such seal must always contain the words "corporation not profit."

(4) Elect or appoint such officer and agents as its affairs shall require and allow them reasonable compensation.

(5) Adopt, change, amend, and repeal bylaws, not inconsistent with law or its articles of incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.

(6) Increase, by a vote of its members cast as the bylaws may direct, the number of its directors so that the number shall not be less than three but may be any number in excess thereof.

(7) Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income.

(8) Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by this act in any state, territory, district, or possession of the United States or any foreign country.

(9) Purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any

interest therein, wherever situated.

(10) Acquire, enjoy, utilize, and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein.

(11) Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.

(12) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ sell, mortgage, lend, pledge, or otherwise of and otherwise use and deal in and with, shares and other interest in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.

(13) Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds loaned or invested except as prohibited by §617.0883.

(14) Make donations for the public welfare or for religious, charitable, scientific, educational, or other similar purposes.

(15) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.

(16) Merge with other corporations both for profit and not for profit domestic and foreign, if the surviving corporation is a corporation not for profit.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the Laws of the State of Florida, the undersigned, constituting the subscribing incorporators of this Corporation, have executed these Articles of Incorporation this 12th day of March, 1999.

Angela D. Lawson
ANGELA D. LAWSON

Toraino S. Owens
TORAINO S. OWENS

STATE OF FLORIDA
COUNTY OF LEON

Before me, the undersigned authority, duly authorized to take acknowledgements and administer oaths, personally appeared ANGELA D. LAWSON, and TORAINO S. OWENS, known to me to be the persons described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein set forth.

WITNESS my hand and official seal in the county and state last aforesaid this 12th day of March, 1999.

Sherry L. Strickland
My Commission CC764841
Expires August 5, 2002

Sherry L. Strickland
NOTARY PUBLIC
My Commission Expires:

Sherry L. Strickland
My Commission CC7
Expires August 5, 2002

FILED
99 MAR 26 PM 3:56
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

THAT CROSSROADS Publishing, Inc., DESIRING TO ORGANIZE UNDER THE
LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE AT 910
NORTH DUVAL STREET, TALLAHASSEE, FLORIDA 32303, HAS NAMED ANGELA D.
LAWSON, WHOSE ADDRESS IS 910 NORTH DUVAL STREET, TALLAHASSEE,
FLORIDA 32303 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
NAMED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE
PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

Angela D. Lawson
ANGELA D. LAWSON