

# N99000007415

## ATTORNEYS' TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

850-222-2785

City/St/Zip

Phone #

## CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- JOHN D. MARSHALL HISPANIC-AMERICAN FOUNDATION INCORPORATED

2-

3-

4-

☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

FILED  
99 DEC 15 AM 8:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

200003072072--4  
-12/16/99--01002--020  
\*\*\*\*\*70.00 \*\*\*\*\*70.00  
200003072072--4  
-12/16/99--01002--021  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

RECEIVED  
DEC 15 PM 3:57  
TALLAHASSEE FLORIDA

12-16-99

ARTICLES OF INCORPORATION

OF

JOHN D. MARSHALL HISPANIC-AMERICAN FOUNDATION INCORPORATED

The undersigned, acting as incorporators of a corporation under the Not for Profit Corporation Act of the State of Florida, adopt the following articles of incorporation for such corporation.

FILED  
99 DEC 15 AM 8:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I

The name of the corporation shall be: JOHN D. MARSHALL HISPANIC-AMERICAN FOUNDATION INCORPORATED

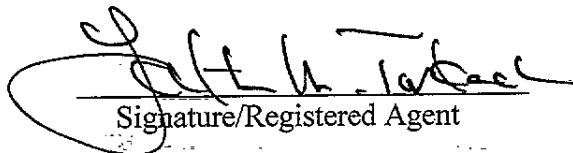
ARTICLE II

The corporation is organized pursuant to the provisions of the Florida Non-Profit Corporation Code.

ARTICLE III

The address of the initial registered office of the corporation is: 5011 Northwest Eighth Avenue, Gainesville, Florida 32605 and the initial registered agent of the corporation at such address is: Walter M. Tovkach

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes Relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Signature/Registered Agent

12-13-99

Date

ARTICLE IV

The address of the principal place of business and mailing address of the corporation is: 5011 Northwest Eighth Avenue, Gainesville, Florida 32605

ARTICLE V

The period of the duration of this corporation is perpetual unless dissolved according to law.

## ARTICLE VI

The number constituting the initial Board of Directors of the corporation is three or more, and the names and addresses of the persons who are to serve are:

Directors name	Number	Street	City	State	Zip
John D. Marshall	3324	West University Ave #201	Gainesville	FL	32607
Thomas L. Smith	5000	Buford Hwy #232	Chamblee	GA	30341
John D. Marshall, Jr.	101	Dogwood Ridge Dr.	Hampton	GA	30228

## ARTICLE VII

This corporation is organized under a non-stock basis.

## ARTICLE VIII

The corporation is a non-profit corporation and is organized for the following purposes: to operate exclusively for charitable, educational, and scientific purposes within the meaning of Section 501 ( c ) ( 3 ) of the Internal Revenue Code of 1986, or corresponding provision of any future United States Internal Revenue law thereto, and such purpose shall be to foster cooperative development, mutual understanding, and international goodwill between the peoples of the United States and Latin America by providing educational, medical, and technical training opportunities through scholarship awards and enrichment programs.

## ARTICLE IX

In accordance with and in addition to the powers conferred by the laws of the State of Florida, the non-profit Corporation shall have the following powers:

- (a) To receive and accept gifts of money and property and to hold the same for any purpose of the Corporation and its work.
- (b) To raise and assist in raising funds for the purposes herein set forth, including issuance of bonds or other instruments of credit.
- (c) To acquire, own, lease, mortgage and dispose of property, both real and personal.
- (d) To conduct and carry on educational and public service instruction through the public media, including electronic broadcasting, AM FM radio, telecasting, microwave distribution, closed circuit transmission, and cable television.
- (e) To acquire, own and operate such broadcasting and/or telecasting facilities.
- (f) To accept property and donations in trust for charitable or educational purposes.

- (g) To acquire, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock, bonds, obligations, or other securities of other corporations, domestic or foreign, as investments or otherwise, in carrying out any of the purposes of the corporation and, while the owner therefore, to exercise all rights, powers and privileges of ownership, including the power to vote thereon.

## ARTICLE X

JOHN D. MARSHALL HISPANIC-AMERICAN FOUNDATION, INCORPORATED is not organized for pecuniary gain or profit, nor shall it have any power to issue certificates of stock or declare dividends, and no part of its earnings shall inure to the benefit of any members, directors, trustees or individuals, except that the JOHN D.

MARSHALL HISPANIC-AMERICAN FOUNDATION, INCORPORATED shall be authorized and empowered to pay and to be paid a reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article VII hereof. No substantial part of the activities of the JOHN D. MARSHALL HISPANIC-AMERICAN FOUNDATION, INCORPORATED shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the JOHN D. MARSHALL HISPANIC-AMERICAN FOUNDATION, INCORPORATED shall not participate in or intervene in (including the publishing or distribution of statements) a political campaign.

Notwithstanding any other provisions of these Articles, the JOHN D. MARSHALL HISPANIC-AMERICAN FOUNDATION, INCORPORATED shall not carry on any other activities not permitted to be carried on by:

- (a) A corporation exempt from federal income tax under Section 501 (c) (3) of the International Revenue Code of 1986, or the corresponding provision of any future united States internal Revenue law or,
- (b) A corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States internal Revenue law.
- (c) In the event of the dissolution of this corporation, or in the event it shall cease to carry out the objectives and purposes herein set forth, all of the business, property and assets of the corporation shall go and be distributed to such non-profit corporations qualifying as an organization exempt under the provisions of Section 501 (c) (3) and 170 (c) of the Internal Revenue Code of 1986, or corresponding sections of any prior or future internal Revenue Code, or to the Federal, State, or local government for exclusive public purposes, as the directors or trustees of the corporation may select and designate; and in no event shall any of said assets or property, in the event of dissolution thereof, go or be distributed to members, either for the reimbursement of any sum subscribed, donated or contributed by such members, or for any other such purposes. Any such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the corporation is located, exclusively for such purposes, or the

organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

Special provisions authorized or permitted by statute to be contained in the Articles of Incorporation are shown as follows:

#### ARTICLE XI

This corporation is organized pursuant to the provisions of the Florida Non-profit Code Corporation Code. All directors of this corporation now in good and regular standing, and such others as the Board of Directors shall from time to time admit to the Board shall subscribe to the purposes and goals of the corporation.

#### ARTICLE XII

A Board of three or more directors shall manage the business and property of the corporation. The present directors now duly constituted and elected shall constitute the Board of Directors and they shall hold their offices permanently and so far as may be until other or further election. In the event of the inability of any directors to act, or in the event of the death of any director, the remaining directors shall elect another director or directors to fill the vacancy or vacancies, thus created. Each director shall be a member in good standing of the corporation. The manner in which a new director shall be elected is by a majority vote of the total directors, excluding the director whose position is being filled by vote.

The members of the Board of Directors, other than the founding members, will serve two-year terms and may be reelected for one consecutive term.

- (a) The Directors in their collective capacity shall be known as the Board of Directors and under that name shall constitute the governing body, and shall conduct and transact all business of the corporation.
- (b) The directors shall have the power and authority to hold an annual meeting of the Board of Directors and may likewise hold special meetings as may be determined by the Board of Directors. The annual meeting, if and when held, shall be held at the offices of the corporation in Gainesville, Florida on the second Tuesday of November in each year at the hour of 7:00 pm on such day, or as soon thereafter in each year as is possible for the directors to call such meeting; and any special meetings may be held at such time as the directors may determine, and all meetings shall be held at the offices of the corporation in Gainesville, Florida unless otherwise stated.
- (c) The foundation has no members.
- (d) The Board of Directors of the JOHN D. MARSHALL HISPANIC-AMERICAN FOUNDATION, INCORPORATED shall have the authority and power, which is hereby given, to establish, institute, operate and maintain any and all such additional departments, associations, institutions, school programs, and/or any and

all such other vehicles as may be deemed appropriate and advisable by said Board of Directors for the purposes of the corporation where within the United States of America and/or in any other country.

- (e) The Board of Directors of the JOHN D. MARSHALL HISPANIC-AMERICAN FOUNDATION, INCORPORATED shall have power and authority which is hereby given, to negotiate or designate agents to negotiate all of the business transactions, all receipts and all disbursements, for any such additional departments, associations, institutions, schools, programs and/or any and all such other vehicles established or instituted by this corporation.
- (f) A majority of the directors shall constitute a quorum for the transaction by the Board of Directors of any and all business, in accordance with the laws of the State of Florida.

#### ARTICLE XIII

The manner in which the directors of the corporation shall be elected or appointed shall be governed by the provisions of the By-laws of the corporation. The corporation shall be a sovereign body, and the regulation of the internal affairs of the corporation shall be governed by the provisions of the By-laws of the corporation.

#### ARTICLE XIV

The name and address of the incorporator is:

John D. Marshall 3324 West University Ave #201 Gainesville, Florida 32607

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12 day of December 1999.

Signature of Incorporator

*John D. Marshall*  
John D. Marshall

STATE OF FLORIDA

COUNTY OF ALACHUA

The FOREGOING instrument was acknowledged and sworn before me this 13<sup>th</sup> day

of December, 1999 by *John D. Marshall* of JOHN D. MARSHALL HISPANIC-AMERICAN FOUNDATION, INCORPORATION.  
name of incorporator

HISPANIC-AMERICAN FOUNDATION, INCORPORATION.

NOTARY PUBLIC

*Walter M. Towkach*

FILED  
99 DEC 15 AM 8:28  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Walter M. Towkach  
MY COMMISSION # CC729846 EXPIRES  
MAY 8 2002



CONFORMED COPY STATEMENT

Name: John D. Marshall Hispanic-American Foundation Incorporated

Address: 5011 Northwest Eighth Ave

City: Gainesville

State: Florida

Zip: 32605

FILED  
99 DEC 15 AM 8:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The attached ARTICLES OF INCORPORATION, of the JOHN D. MARSHALL HISPANIC-AMERICAN FOUNDATION, INCORPORATED are complete and correct copies of the organizational documents which embody all the powers, principles, purposes, functions and other provisions by which the organization currently governs itself.

John D. Marshall

President

John D. Marshall

12/13/99

Date

Subscribed and sworn to by John D. Marshall before me on this 13<sup>th</sup> day of December 1999.

Walter M. Tovkach  
NOTARY PUBLIC

STATE OF FLORIDA

COUNTY OF ALACHUA



Walter M. Tovkach  
MY COMMISSION # CC729846 EXPIRES  
May 8, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.