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# FLORIDA PROFIT/NON PROFIT CORPORATION White Phoenix Rising, Inc.

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#### ARTICLES OF INCORPORATION

SECRETARY OF STATE TALLAHASSEE, FLORIDA

OF

#### WHITE PHOENIX RISING, INC.,

## a Corporation formed under Chapter 607 Florida Statutes

The undersigned incorporator, in duly forming a Florida Corporation as authorized under Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation as hereinafter set forth and described;

#### **ARTICLE I - NAME OF ENTITY**

The name of this corporation shall be; WHITE PHOENIX RISING, INC. (The "Corporation")

#### **ARTICLE II - PURPOSE**

- A. The objectives and purposes of the Corporation are to engage in and transact any and all lawful business in which corporations are authorized to engage under Florida law, and any act necessary to carry out the financial responsibilities of the Corporation, and further;
- B. To undertake any acts incidental to carrying out the purposes of the Corporation, or which are necessary or desirable in order to accomplish the objectives of the Corporation.

#### **ARTICLE III - STOCK**

The aggregate number of shares the Corporation is authorized to issue is ten-thousand (1,000), with an initial par value of one dollar (\$1.00) per share. Pursuant to a meeting of the Board of Directors held at the time of incorporation, all shares have been issued as follows:

A. Mr. Christopher Alan White 107 Ramona Road Crescent City, Florida 32112 1,000 Shares (100%)

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# **ARTICLE IV - BOARD OF DIRECTORS**

- A. The Corporation shall maintain a Board of Directors on which will serve two (2) initial Directors, notwithstanding, however, that upon approval by the Board of Directors, the Corporation may from time to time increase or decrease the number of Directors, provided that the minimum number of Directors never falls below one (1).
  - B. The initial Directors are:

Mr. Christopher Alan White, (President, Director) 107 Ramona Road Crescent City, Florida 32112

Barbara White, (Treasurer, Director) 107 Ramona Road Crescent City, Florida 32112

C. Each shareholder in the Corporation, including the initial Directors named above, shall have the right to be a Director for as long as that Director is a shareholder. By acquiring stock in this Corporation, any subsequent shareholder agrees to abide by these Articles, and to elect the initial Director named above, together with any other shareholders then serving as Directors, to the office of Director for as long as that Director remains a shareholder. This Article may not be amended, revoked, rescinded, or altered in any way, without the written consent of each Director who is a shareholder at the time of any such amendment or alteration.

#### <u>ARTICLE V - CORPORATE OFFICERS</u>

- A. The Corporation shall at all times maintain a minimum of one (1) corporate officer, and which number may be increased or decreased from time to time as determined by the Board of Directors, and further;
- B. Pursuant to a vote held at the time of incorporation, the Board has appointed the following Officers of the Corporation;

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Mr. Christopher Alan White, (President, Director) 107 Ramona Road Crescent City, Florida 32112

Barbara White, (Treasurer, Director) 107 Ramona Road Crescent City, Florida 32112

# **ARTICLE VI - REGISTERED AGENT**

The Corporation's Registered Agent shall be;

Christopher W. Wickersham, Jr., Esquire (Registered Agent) Law Offices of C. W. Wickersham Jr., P.A. The Whiteway Building, Suite 205 2720 Park Street, Jacksonville Florida 32205-7645

# **ARTICLE VII - PRINCIPAL OFFICE**

The Corporation's initial principal place of business shall be;

White Phoenix Rising, Inc. 109 South Main Street Gainesville, Florida 32601

#### ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is as follows;

Christopher W. Wickersham, Jr., Esquire (Incorporator) Law Offices of C. W. Wickersham Jr., P.A. The Whiteway Building, Suite 205 2720 Park Street, Jacksonville Florida 32205-7645

#### **ARTICLE IX - TERM OF EXISTENCE**

The Corporation shall exist perpetually.

## **ARTICLE X - BYLAWS**

The Board of Directors, by a majority vote, may enact Bylaws governing the activities of the Corporation whenever the Board deems such Bylaws necessary, provided that no such Bylaws shall conflict with these Articles of Incorporation or any relevant portion of Florida law.

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Upon proper notice, any Bylaws enacted by the Board may be altered, rescinded, or amended by majority vote of the Board at any regular or special meeting called for that purpose.

# **ARTICLE XI - AMENDMENTS**

These Articles may be amended, altered, or repealed only upon a majority vote by the Corporation's stockholders, at any regular or special meeting called for that purpose.

## ARTICLE XII - INDEMNITY

The Corporation shall indemnify its directors and officers to the full extent allowed by law, against any liability arising from acts performed in furtherance of the Corporation's purposes and goals.

WHEREUPON the undersigned Incorporator executes these Articles of Incorporation, thereby establishing the formation of WHITE PHOENIX RISING, INC., as a Florida Corporation duly authorized under Chapter 607, Florida Statutes, this 2nd day of November, 2014.

BY AND FOR:

WHITE PHOENIX RISING

Christopher W. Wickersham, Jr., Esquire Law Offices of C. W. Wickersham Jr., P.A.

The Whiteway Building, Suite 205

2720 Park Street, Jacksonville Florida 32205-7645

Incorporator

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# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Pursuant to the provisions of § 607.0501, Florida Statutes, WHITE PHOENIX RISING, INC., a Corporation duly organized and existing under the laws of the State of Florida, hereby submits the following statement designating its Registered Agent within the State of Florida.

- 1. The name of the Corporation is: WHITE PHOENIX RISING, INC.
- 2. The name and address of the Registered Agent and office is:

Christopher W. Wickersham, Jr., Esquire (Incorporator) The Law Offices of C. W. Wickersham Jr., P.A. The Whiteway Building, Suite 205 2720 Park Street, Jacksonville Florida 32205-7645

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.

DATED this 2nd day of November, 2014

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Christopher W. Wickersham, Jr., Esquire Law Offices of C. W. Wickersham Jr., P.A.

The Whiteway Building, Suite 205

2720 Park Street, Jacksonville Florida 32205-7645

Registered Agent