

ARTICLES OF INCORPORATION
OF
THE PENSACOLA JUNIOR COLLEGE FOUNDATION, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation not for pecuniary profit, under Chapter 617, Florida Statutes, 1963:

ARTICLE I

The name of this corporation is: THE PENSACOLA JUNIOR COLLEGE FOUNDATION, INC.

ARTICLE II

The purposes for which this corporation (hereinafter called the Foundation) is organized as follows:

1. To encourage, solicit, received and administer gifts and bequests of property and funds for scientific, educational and charitable purposes, all for the advancement of the Pensacola Junior College and its objectives; and to that end to take and hold, either absolutely or in trust for any of said purposes, funds and property of all kinds, subject only to any limitations or conditions imposed by law or the instrument under which received; to sell, lease, convey and dispose of any such property and to invest and reinvest any proceeds and other funds, and to deal with and expend the principal and income for any purposes herein authorized; to act as governor; and, in general, to exercise any, all and every power, including governor powers, which a corporation not for profit organized under the laws of Florida for the foregoing purposes can be authorized to exercise.
2. To promote and support education; to provide (a) funds which are not provided from public sources for use in the furtherance of the education and welfare of the Pensacola Junior College, its faculty and students; (b) funds to be used in attracting experienced and outstanding instructors, educators, and scientists to such college; (c) educational facilities, including dormitories; (d) scholarships.
3. To do and perform any acts and expend its funds in any manner which the Board of Governors shall determine will be beneficial to education and to the College.

4. Upon specific approval of the Board of Governors or executive committee, to borrow such sums, on such terms and with such security, if any, as may be prescribed in such approval, but no governor assets may be pledged or committed in a manner that would violate the trust upon which held.

5. All of the assets and income of the Foundation shall be used only for the purposes hereinabove set out, including the payment of expenses incidental thereto; and no part of its assets or income shall be distributable to its members, directors or officers, and no substantial part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation, and the Foundation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. In the event of dissolution or other termination of the Foundation, title to all its assets shall vest in the Board of Public Instruction of Escambia County, Florida, or its successor, to be used exclusively for the purposes hereinabove set out, it being intended that no distribution or payment shall be made which will impair or destroy the tax exempt status of the Foundation or which will result in the denial of tax exempt status of the Foundation or which will result in the denial of tax exempt status to donations, contributions, legacies, bequests, or dues received by this Foundation, to the extent that such tax exempt status shall be allowed under any applicable laws or regulations.

ARTICLE III

The qualifications of the members and their manner of admission shall be as follows:

Any person of good character whose financial contribution or contributions to the Foundation is or are accepted by the Board of Governors shall be a member of the corporation. Additional qualifications may be specified and required pursuant to provisions of the by-laws of the corporation.

All persons interested in the scientific, educational and charitable purposes of the Foundation and the advancement of the College and its objectives and who meet such additional qualifications as may be prescribed in the by-laws are eligible to become members of the Foundation upon approval or acceptance in the manner authorized by the Board of Governors.

To honor individuals who have significantly advanced the objectives of the Pensacola Junior College, the Board of Governors may provide for a class of membership to be known as the Pensacola Junior College Foundation Fellows. Fellows shall be elected upon the nomination of the Board of

Governors and confirmation by the President of the College. This number shall be limited only by the high standards to be observed in their selection to assure that this honor be extended to persons of merit and distinction. The qualifications for and privileges of this membership may be prescribed in the by-laws.

ARTICLE IV

The Foundation shall have perpetual existence.

ARTICLE V

The names and residences of the subscribers to these articles of incorporation are as follows:

James A. Lay	101 Shoreline Drive, Gulf Breeze, Florida
E. W. Hopkins, Jr.	333 Dunwoody Drive, Pensacola, Florida
T. Felton Harrison	711 Dunwoody Drive, Pensacola, Florida

ARTICLE VI

Section 1. Board of Governors.

The affairs of the Foundation shall be managed by a Board of Governors of not less than five (5) nor more than sixty five (65) members. Except as otherwise provided herein, their number, qualifications, terms of office, and manner of selection shall be fixed in the by-laws. The quorum required for the conduct of business shall be fixed in the by-laws.

Section 2. Executive Committee.

The by-laws may provide for the election of an Executive Committee of not less than five (5) members of the Board of Governors and may authorize such committee to exercise all or part of the powers and authority of the Board of Governors.

Section 3. Officers.

The officers of the Foundation shall be a President, Vice-President, Secretary, Treasurer, and an Executive Director. The officers shall be elected annually by the Board of Governors. The offices of Secretary and Treasurer may be held by the same person.

ARTICLE VII

The names of the officers who are to manage the affairs of the Foundation until the first election hereunder are as follows:

President --	Crawford Rainwater 777 West Lakeview Avenue Pensacola, Florida
Vice-President --	E. W. Hopkins 333 Dunwoody Drive Pensacola, Florida
Secretary-Treasurer --	E. E. Bullock 2010 Drake Road Pensacola, Florida
Executive Director --	Phil Ashler 283 Dean Road Pensacola, Florida

ARTICLE VIII

The following eleven people persons shall constitute the Board of Governors of the Foundation until the first election hereunder, to wit:

Phil Ashler	283 Dean Road, Pensacola, Florida
Lewis Bear, Sr.	1218 North Barcelona Street, Pensacola, Florida
Warren Briggs	Century, Florida
E. E. Bullock	2010 Brake Road, Pensacola, Florida
T. Felton Harrison	711 Dunwoody Drive, Pensacola, Floirda
Herman A. Heise	120 Laurel, Gulf Breeze, Florida
E. W. Hopkins, Jr.	333 Dunwoody Drive, Pensacola, Florida
James A. Lay, Jr.	101 Shoreline Drive, Gulf Breeze, Florida
Howard Mitchell	7 Magnolia Circle, Warrington, Florida
Carl W. Prochl	2230 DuPont Drive, Pensacola, Florida
Crawford Rainwater	777 West Lakeview Avenue, Pensacola, Florida

ARTICLE IX

These articles of incorporation may be amended at any annual meeting, Or at any special meeting called for that purpose, by a two-thirds vote of the Members of the Board of Governors in attendance at which a quorum is present and voting throughout.

ARTICLE X

The by-laws of the Foundation are to be made, altered or rescinded by the Board of Governors in the manner set forth in the by-laws.

ARTICLE XI

Each member shall have one vote at any membership meeting and there may be included in the by-laws a provision as to the number of members which shall constitute a quorum at any membership meeting.

ARTICLE XII

The initial post office address of the principal office of this Corporation in the State of Florida is c/o THE PENSACOLA JUNIOR COLLEGE, PENSACOLA, FLORIDA. The Board of Governors may from time to time move the principal office to any other address in Florida.

ARTICLE XIII

The Corporate existence of this Corporation shall commence upon the filing of these articles with the Secretary of State in the manner provided by law.

IN WITNESS WHEREOF, the parties hereto have hereunto set their Hands and seals the **First** day of November, 1965 A. D.

_____ (Seal)

_____ (Seal)

_____ (Seal)