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GEORGIA, GLYNN COUNTY.

TO THE SUPERIOR COURT OF SAID COUNTY:

The petition of I. W. Bush, Willard H. Backus, Walter M. Goodwillie, Harry G. Kaminer, James J. Meadows, S. H. Sherman, W. H. Swinney and C. Robert West, the post office address of each of whom is Glynn County, Georgia, respectfully shows unto the Court the following:

1. The petitioners desire for themselves and their successors, to be incorporated under the provisions of Section 22-1881 of the Georgia Code Annotated, and to be made a body corporate, as a non-profit corporation, under the laws of Georgia, and under the name and style of

ST. SIMONS ISLAND ROTARY FOUNDATION, INC.

for a period of thirty-five years with the full right of renewal as provided by law and with the principal office of said corporation in Glynn County, Georgia.

2. The objects of said Corporation are as follows:

(a) To promote the cause of education and to support educational projects, including aid to foreign and exchange students in connection with programs of Rotary International for improving better understanding and good will in international relations.

(b) To assist young men and young women of ability, character and serious purpose in acquiring an education and thereby equipping them for greater achievements and

better service to society.

(c) To lend money belonging to the corporation, or intrusted to it for that purpose, to deserving students who desire to advance or improve their educational advantages, upon such terms and for such periods as may seem proper to the Trustees administering the affairs of the Corporation and then in office, or (as the case may be) upon such terms as may be stipulated by the donor or donors of any fund at the time being loaned.

(d) To make loans, grants, or donations for charitable, philanthropic, benevolent and educational purposes.

(e) To administer and carry out charitable trusts and trusts for benevolent and philanthropic purposes in line with any of the above stated objects.

(f) To build, lease, buy, operate, maintain and administer meeting halls, camps, and facilities of all kinds needful or necessary in the furtherance of scouting and other youth activities.

(g) In general to enjoy all of the privileges and to exercise all of the rights, the end result of which would benefit youth activities and which would foster good citizenship.

3. Said Corporation is not being organized for pecuniary gain or profit and will not have any capital stock, but it is desired that said Corporation shall have the right to solicit and receive donations of cash, or other things of

value, and to use the same, or the proceeds and avails thereof, for any or all of the objects and purposes aforesaid; also, the right to receive donations in trust for any of the uses or purposes aforesaid, such donations to be administered, used and employed as the respective donors may direct, and if no specific direction is given as to the use of any donation, then as the Trustees then in office administering the affairs of the Corporation shall determine, but always in furtherance of one or more of the purposes herein set forth.

4. No part of the property of said Corporation and no part of its net earnings shall ever at any time inure to the benefit of any person at any time administering the affairs of the Corporation or connected in any manner therewith, nor shall said Corporation have the power to, and shall never, carry on propaganda or otherwise attempt to influence legislation.

5. (a) That the affairs of the Corporation shall be handled, determined and directed by a Board of five (5) Trustees, who shall serve without bond. The appointment and tenure of office of said Trustees shall be made and determined by the Board of Directors of the St. Simons Island Rotary Club and said Board of Directors shall likewise fill vacancies from time to time existing in the Board of Trustees, whether such vacancies be due to resignation, death, disability or otherwise.

Upon appointment, said Board of Trustees shall convene, determine rules of procedure and generally do whatever necessary to accomplish the aims and objects of the Corporation.

(b) The Board of Directors of the St. Simons Island Rotary Club may decrease the number of Trustees to three or increase the number of Trustees to seven. Said Board may also appoint one or more Honorary Trustees without requiring that such appointee should be a member of the St. Simons Island Rotary Club.

(c) Any Trustee of either Board at any time in office shall, however, remain in office until his successor is duly appointed and qualified, except that in the event any Trustee (other than an Honorary Trustee) should cease for any reason to be a member of the Rotary Club of St. Simons Island, then his Trusteeship shall, ipso facto, cease and determine and his office forthwith become vacant; provided always, that if it should happen that the Rotary Club of St. Simons Island should be dissolved, or should, for any reason, disband, then and thereafter the Trustees then in office shall have full power to administer all of the affairs of this Corporation and shall have the right to fill vacancies in the Board of Trustees.

6. It is further desired that said Corporation shall have the right to do all acts and things necessary or

convenient for accomplishing the objects of its incorporation; that said Corporation shall have the right to enter into such contracts and agreements, not inconsistent with the provisions of its Charter or contrary to the Laws of this State, as its Board of Trustees may deem proper.

7. It is further desired that the incorporators herein named be considered as original members of the Corporation authorized to accept its Charter, and that upon the election of Board of Trustees for said Corporation, as hereinabove provided, said Board of Trustees shall immediately succeed to and be vested with all of the rights, powers, privileges and immunities of the original incorporators and shall thereafter have full and complete control and authority over said Corporation in conformity with the provisions of its Charter and its By-Laws as adopted by said Board of Directors of the St. Simons Island Rotary Club.

8. That there is presented herewith a Certificate from the Secretary of State declaring that the name of the proposed Corporation is not the name of any other now existing corporation registered in the records of the Secretary of State of the State of Georgia.

9. That said Corporation shall have all the rights, powers, privileges and immunities conferred upon non-profit Corporations by Chapter 22-18 of the Civil Code of Georgia, together with such other rights, powers, privileges and immunities as are now or may hereafter be allowed to corporations

of similar character under the laws of the State of Georgia.

WHEREFORE, petitioners pray that they may be incorporated under the name and style aforesaid, with all the rights, privileges and immunities hereinabove set out, and such other rights, powers, privileges and immunities as are, or may hereafter be conferred upon corporations of like character under the laws of Georgia.

GOWEN, CONYERS, FENDIG & DICKNEY

BY: 
Attorneys For Petitioners.


The foregoing petition of I. W. Bush, Willard H. Backus, Walter M. Goodwillie, Harry G. Kaminer, James J. Meadows, S. H. Sherman, W. H. Swinney and C. Robert West, to be incorporated under the name of

ST. SIMONS ISLAND ROTARY FOUNDATION, INC., has been duly presented to me, and read and considered; and it appearing that said petition is within the purview and intention of the laws of this State applicable thereto; and it further appearing that all of said laws have been fully complied with;

IT IS THEREUPON CONSIDERED, ORDERED AND ADJUDGED that said petition be and the same is hereby granted; and petitioners, their associates, successors and assigns, are hereby incorporated and made a body politic under the name and style of

ST. SIMONS ISLAND ROTARY FOUNDATION, INC., for and during the period of thirty-five years, with the privileges and immunities as are provided by the laws of Georgia as they now exist or may hereafter exist.

This the th 29 day of August, 1961.


Judge, Superior Court, Glynn
County, Georgia.