

**STACK
TECHNOLOGY AND CABLING
KEYSTONE**

8715 Belle Rive Blvd 1901
Jacksonville, FL 32256
(877)559-6369
getstack.online

ATTN: Division of Corporations
Florida Department of State
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

May 9, 2024

Articles of Incorporation

STACK Technology and Cabling Keystone Incorporated, a non-profit corporation, is hereby organized under the Florida Revised Nonprofit Corporation Act.

Article 1 - Corporate Name

The name of this corporation shall be STACK Technology and Cabling Keystone Incorporated, which satisfies the requirements of s. 617.0401.

Article 2 - Principal Office

The initial principal office and the mailing address of this corporation shall be 8715 Belle Rive Blvd 1901, Jacksonville, FL 32256, or such other address as the Board of Directors may from time to time determine.

Article 3 - Purpose

The purposes for which this corporation is organized are:

1. Close digital gap in Florida communities
2. Provide connectivity products and services
3. Staff and operate community tech support hotline
4. Offer remote troubleshooting for community issues
5. Refer clients to local tech support services.
6. Facilitate ongoing relationships among individuals, groups, and communities by fostering social connections and communication.

ARTICLE IV — EXEMPTION REQUIREMENTS

The manner in which the directors are to be elected or appointed shall be:

The Board of Directors of STACK Technology and Cabling Keystone Incorporated consists of three directors elected at the annual meeting for a specific term.

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- Directors are elected by majority vote, with Jalena Henderson having a tiebreaker vote with a 34% weight.
- All directors, except Jalena Henderson, hold equal decision-making power.
- If there are not enough candidates, existing board members can nominate individuals.
- The election process was approved by the Board of Directors on May 9, 2024.

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

Article 5 - Limitations on Corporate Powers

No limitations are set forth in the articles of incorporation for any of the corporate powers authorized under this act.

Article 6 - Registered Office and Agent

The street address of the corporation's initial registered office and the name of its initial registered agent at that address are 8715 Belle Rive Blvd 1901, Jacksonville, FL 32256, and Jalena Henderson, respectively, together with a written acceptance of appointment as a registered agent as required by s. 617.0501.

Article 7 - Incorporators

The name and address of each incorporator are:

Jalena Henderson
8715 Belle Rive Blvd 1901
Jacksonville, FL 32256

Article 8 - Internal Affairs

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The articles of incorporation may set forth any provision not inconsistent with law regarding the regulation of the internal affairs of the corporation, including, without limitation, any provision with respect to the relative rights or interests of the members as among themselves or in the property of the corporation.

Article 9 – Membership

This corporation shall have members. The eligibility, rights and obligations of the members will be determined by the corporation's bylaws.

The management of the affairs of the corporation shall be vested in a board of directors, as defined by the corporation's bylaws. No director shall have any right, title or interest in or to any property of the corporation.

Members of the initial board of directors shall serve until the first annual meeting, at which their successors will be duly elected and qualified, or removed as provided in the bylaws.

Any action required or permitted to be taken at a meeting of the board of directors may be taken by written action signed by the number of board members that would be required to take the same action at a meeting of the board at which all board members were present.

The articles of incorporation may set forth provisions for the termination of membership, the rights upon termination of membership, transferability or nontransferability of membership, and designating class or classes of members and stating the qualifications and rights of the members of each class.

Article 10 - Dissolution

The duration of the corporate existence shall be perpetual until dissolution. Upon the dissolution of the corporation, assets of the corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Article 11 - Initial Directors and Members

The articles of incorporation may set forth the names and addresses of the individuals who are to serve as the initial directors and the names of any persons or the designations of any groups of persons who are to be the initial members.

The name and address of each director are:

Jalena Henderson
8715 Belle Rive Blvd 1901
Jacksonville, FL 32256

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Hayden Mooney
14527 Millhopper Road
Jacksonville, FL 32258

Roman Pidhorodeckj
Jacksonville, FL

Article 12 - Corporate Subordination

The articles of incorporation may set forth a provision to the effect that the corporation will be subordinate to and subject to the authority of any head or national association, lodge, order, beneficial association, fraternal or beneficial society, foundation, federation, or other corporation, society, organization, or association not for profit.

Article 13 - Bylaw Provisions

The articles of incorporation may set forth any provision that under this act is required or permitted to be set forth in the bylaws, and any such provision set forth in the articles of incorporation need not be set forth in the bylaws.

Amendment to the Bylaws: Meeting Frequency

This amendment to the bylaws of STACK Technology and Cabling Keystone Incorporated shall change the frequency of meetings for the Board of Directors to once per month.

Section 1: Meetings

All Board of Directors meetings shall be held on a monthly basis, unless otherwise scheduled, and each meeting shall adhere to the Florida Revised Nonprofit Corporation Act.

In case of a tie during the decision-making process, Jalena Henderson, with 34% of the voting power or, in her absence, any other board member appointed by her, will make the final decision or appoint someone to the position, including a position on the Board of Directors.

This amendment shall be effective immediately upon adoption by the Board of Directors.

This amendment was adopted by the Board of Directors on May 09, 2024.

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