

**ARTICLES OF INCORPORATION**  
**OF**  
**JACKSONVILLE GEM AND MINERAL SOCIETY, INC.**  
**As revised November 2008**

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 profit, under the laws of the State of Florida.

**Article I. Name**

The name of this corporation is:  
JACKSONVILLE GEM AND MINERAL SOCIETY, INC.

**Article II. Limitations**

The Society is formed as a non-profit, non-commercial and non-political organization.

- a. This Society will conduct its affairs without profit to any member of the society and no assets shall be used for the sole benefit of a group or organization outside the Society.
- b. In the event of dissolution of the Society, the assets of the Society will be turned over to; The Mayo Educational Foundation and The William Holland School of Lapidary Arts to be divided equally, both are 501 c3 non-profit organizations.

**Article III. Purpose**

Our Purpose shall be exclusively educational and scientific; (a) to increase and disseminate knowledge of the earth sciences pertaining to minerals, gems, jewelry, rocks, artifacts and fossils and similar subjects; (b) to promote and perpetuate knowledge of the lapidary arts; (c) to encourage field trips to study the sciences, particularly of geology and mineralization in place and ; (d) to encourage greater public interest and education in gems, jeweler, fossils and minerals, cooperating with established institutions in such matters.

**Article IV. Membership**

The membership of this corporation shall consist of not less than three (3) members. Membership shall be limited to persons who are actively participating in any phase of work mentioned in the statement of purpose. The manner of admissions to membership in said corporation shall be specified in the By-Laws. Only Active members, as defined in the By-Laws, shall have voting privileges.

**Article V. Term of Existence**

This corporation is to exist perpetually.

**Article VI. Subscribers**

The name and address of each subscriber of these Articles of Incorporation are:

Name	Residence Address
Henry C. Bickner	2767 Lydia Street Jacksonville, Florida
Edward H. Tutt	1813 Bartram Circle West Jacksonville, Florida
Emery C. Geise	6422 Solandra Drive Jacksonville, Florida

**Articles VII. Officers**

The business affairs of this corporation shall be managed by the Board of Directors. The number of directors may be increased or decreased from time to time by By-Laws adopted by the membership but shall never be less than three (3). The directors shall be elected by the membership of said corporations. The term of office of directors shall be for such length of time, not less than one (1) year, as the membership of said corporation may provide by its By-Laws. In addition to the said Board of Directors, the corporation shall also have a President, President-Elect, Vice President, Secretary and Treasurer and such other officers as may be necessary. The officers shall be elected from and by the membership of said corporation. The term of the office of the officers shall be such length of time, not less than one (1) year, as the membership of said corporation may provide by its By-Laws. All legal instruments of the corporation shall be signed by said President or President-Elect sealed with the corporate seal, and attested by said Secretary; or in such manner as may be authorized by law.

**Article VIII. First Officers**

The names of the officers who are to serve until the first election under the Articles of Incorporation are as follows:

Title	Name
President .....	Henry C. Bickner
Vice President .....	Edward H. Tutt
Secretary .....	Bettie Timmerman
Treasurer.....	P.W. Holstun

## **Article IX. Initial Directors**

The names and posts office addresses of the members of the first Board of Directors are:

Name Residential Address

Henry C. Bickner 27 Lydia Street Jacksonville Florida

Edward H. Tutt 1813 Bartram Circle West Jacksonville, Florida

Bettie Timmerman 1251 Hamilton Street Jacksonville, Florida

P. W. Holstun 5235 Attleboro Avenue Jacksonville, Florida

## **Article X. By-Laws**

The By-Laws of this corporation are to be made, altered or rescinded upon a favorable majority vote of the active members present at any regular business meeting of the corporation, except that By-Laws regulating the amounts of money to be paid as dues or fees shall require a two-thirds favorable vote of the active members.

## **Article XI. Amendment**

These Articles of Incorporation may be amended by a two-thirds favorable vote of the members present at any regular business meeting of the corporation in the following manner:

### **Section 1.**

An amendment to these articles may be proposed by any active member by written communication to the Secretary, endorsed by a number of active members equal to not less than five (5) per cent of the active members of the corporation.

### **Section 2.**

A proposed amendment shall be submitted to a committee of the President, Vice President, Secretary and Immediate Past President, if any, for review and recommendations.

### **Section 3.**

The proposed amendment, with recommendations of the committee, if any, shall be presented to the Society by the President not later than the third regular business meeting following submission to the committee. Written notice, including copy of the proposed amendment, shall be sent to all active members not less than ten (10) days prior to the next regular business meeting following the meeting at which the amendment was presented to the Society.

### **Section 4.**

A two-thirds vote of the active members present at a regular business meeting held immediately following the mailing of the written notice shall be necessary for the approval of an amendment to these articles.

**Section 5.**

After the adoption of a proposed amendment, it shall be filed with the Secretary of State in the manner provided by law.

**Section 6.**

The President shall cause notice of adoption of any amendment to the Articles of Incorporation to be published.

**Article XII. Regular Business Meetings**

The Corporation shall hold a regular business meeting not less than each calendar month and the December meeting shall be designated as the annual business meeting, on a day to be specified in the By-Laws.

**ARTICLE XIII. Order**

Roberts Rules of Order, Revised, shall prevail at all meetings of the Society on all points not covered in this document.

**Article XIV. Corporate Powers**

The corporation shall be authorized to receive, administer disburse and invest gifts, devises and bequests by or from any persons, firms or corporations; to issue bonds, notes, debentures and evidences of indebtedness, and to secure the same by mortgage, deed of trust or otherwise. The corporation shall have power to make such contracts and to do such things as shall be authorized and directed by the members of this corporation by a favorable majority vote of the members at any regular business meeting of the corporation, or any meeting called for that purpose. This corporation shall enjoy all the privileges and responsibilities and powers authorized by law and not herein specifically limited.

/S/ Henry C. Bickner

(Seal)

/S/ Edward H. Tutt

(Seal)

/S/ Emery C. Geise

(Seal)

STATE OF FLORIDA

COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, the undersigned officer, duly authorized in the State and County aforesaid to take acknowledgments, personally appeared HENRY C, BICKNER, EDWARD H. TUTT and EMERY C. GEISE, to me known to be the persons described as subscribers in and who executed the foregoing Articles of

Incorporation, and acknowledged to and before me that they subscribed to said Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 18th day of October, 1960.

/S/ Robert L. Rowe, Jr.

Notary Public, State of Florida at Large

My commission expires July 24, 1963

(Notary Seal)

