

N25000001394

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(City/State/Zip/Phone #)

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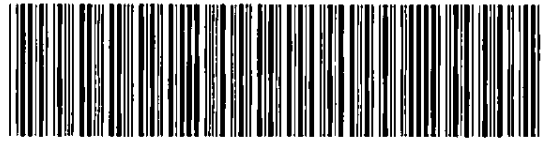
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COVER LETTER

Florida

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Memoria College Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Brian Lowe
Name (Printed or typed)
2025 State Road 436
Address
Winter Park, FL 32792
City, State & Zip
(502) 490-1120
Daytime Telephone number
blowe@memoriacollege.org
E-mail address: (to be used for future annual report notification)

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NOTE: Please provide the original and one copy of the articles.

Articles of Incorporation of Memoria College Inc.

The undersigned, a majority of whom are citizens of the United States, applies to qualify and for that purpose submits the following statements, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida:

Article I: Name

The name of the Corporation is **Memoria College Inc.**

Article II: Registered Agent and Principal Address

Name of the registered agent:	Registered Agents Inc
Address of the initial registered office:	7901 4th St N STE 300 St. Petersburg, FL 33702
Mailing address of the principal address:	2025 State Road 436 Winter Park, FL 32792

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CLERK OF COURT

Article III: Purpose and Power

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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 purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Article IV: Directors

The board of directors shall consist of no less than three and no more than five individuals. The names and addresses of the initial directors of the corporation are:

✓ Lowe, Brian, C	2025 State Road 436, Winter Park, FL 32792, FL.
✓ Lowe, Leigh B	2025 State Road 436, Winter Park, FL 32792, FL.
✓ Cothran, Martin	2025 State Road 436, Winter Park, FL 32792, FL.

The Bylaws for the Corporation shall be adopted, and may be amended or repealed, by the Board of Directors

Article VI: Dissolution

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article VII: Exemption from Liability and Indemnification

The private property of the directors of the Corporation shall be exempt from liability for any and all debts of the Corporation. The Corporation shall have the power to indemnify any person by reason of the fact that he is or was a director, officer, employee or agent of the Corporation, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred in connection with such action or position. Further provisions for indemnification of officers and directors may be specified in the Bylaws. No director shall be personally liable to the Corporation for monetary damages for breach of his duties as a director except as required by Kentucky Revised Statutes.

Article VIII: Incorporator

The name and mailing address of the incorporator is
Brian Lowe, 2025 State Road 436, Winter Park, FL 32792

Signed and acknowledged by the incorporated

<u>Brian Lowe</u>	Brian Lowe, Director	Jan 10, 2025
Signature of Incorporator	Print Name & Title	Date

2025 JAN 27 AM 11:47
FBI - WINTER PARK
FLORIDA

Written Consent of the Registered Agent

The undersigned consents to serve as the registered agent on behalf of the corporation.

<u>David Roberts</u>	David Roberts	Jan 10, 2025
Signature of Registered Agent	Print Name & Title	Date

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Lowe, Leigh B	2025 State Road 436, Winter Park, FL 32792, FL.
Cothran, Martin	2025 State Road 436, Winter Park, FL 32792, FL.

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The name and mailing address of the incorporator is
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Signed and acknowledged by the incorporated

<u>Brian Lowe</u>	Brian Lowe, Director	Jan 10, 2025
Signature of Incorporator	Print Name & Title	Date

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FBI - WINTER PARK
FBI - WINTER PARK

Written Consent of the Registered Agent

The undersigned consents to serve as the registered agent on behalf of the corporation.

<u>David Roberts</u>	David Roberts	Jan 10, 2025
Signature of Registered Agent	Print Name & Title	Date

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SECRET
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