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#### LAW OFFICE OF

# DONALD C. SIDER & ASSOCIATES, P.A.

6751 North Federal Highway, Suite 200 Boca Raton, Florida 33487

> Telephone: (561) 391-1100 Fax: (561) 391-2801

DONALD C. SIDER \*
JAMIE L. PALA

\* Florida Board Certified
Wills, Trusts and Estates
\* Member of Florida and Illinois Bars

January 25, 2011

# FEDERAL EXPRESS - OVERNIGHT (850) 245-6052

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Glory Bound, Inc.

#### Dear Sir or Madam:

#### Enclosed are:

- 1. Articles of Incorporation for a new not for profit corporation, Glory Bound, Inc.; and
- 2. A check in the amount of \$78.75. (This check represents the \$35 filing fee, the \$35 Registered Agent Designation Fee and the \$8.75 certified copy fee).

#### Please:

- 1. File the enclosed Articles of Incorporation; and
- 2. Return to us a **certified** copy of the Articles of Incorporation in the enclosed pre-paid Federal Express envelope.

Thank you for your assistance in this matter.

veryarulywours

Donald C. Sider

DCS/lbm Enclosures

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# ARTICLES OF INCORPORATION

OF

GLORY BOUND, INC.
(A Florida Not For Profit Corporation)

# **ARTICLE I - NAME**

The name of the Corporation shall be "GLORY BOUND, INC." (hereinafter referred to as the "Corporation").

# **ARTICLE II - CORPORATE NATURE**

The Corporation is a corporation not for profit organized pursuant to the Florida Not For Profit Corporation Act set forth in Chapter 617, Florida Statutes.

## ARTICLE III - ADDRESS OF PRINCIPAL OFFICE

The registered agent and the street address of the initial registered principal office and the mailing address of the Corporation is:

Donald C. Sider, Esquire 6751 North Federal Highway, Suite 200 Boca Raton, FL 33487.

#### <u>ARTICLE IV - PURPOSES</u>

A. The purposes of the Corporation are to receive and administer money and property for religious, charitable, scientific, educational, and literary purposes within the meaning of Section 501(c)(3) of the Code, including, for such purposes, the making of distributions to organizations that are exempt from federal income taxation under Section 501(a) of the Code as an organization described in Section 401(c)(3) of the Code. Notwithstanding any other provision of these Articles, the Corporation is organized and shall operate exclusively for such purposes.

References in these Articles to the "Code" are to Sections of the Internal Revenue Code of 1986, as amended, as now enacted, or to corresponding provisions of any future United States revenue law in force and effect during the continuance of the Corporation.

B. The Corporation hereby expresses its intent to be an organization exempt from federal income taxation under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code, and to be an organization contributions to which are deductible under Section 170(c)(2), 2055(a)(2), 2106(a)(2)(A)(ii) and 2522(a)(2) of the Code.

#### **ARTICLE V - LIMITATIONS**

- A. No part of the net earnings, gains or assets of the Corporation shall inure to the benefit of or be distributable to any Director or officer of the Corporation, or to any other private persons, or to any organizations organized and operated for profit, 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 IV hereof.
- B. No part of the corporate activities shall be an attempt to influence legislation by any means, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office, or engage in political activities of any kind.
- C. Notwithstanding any other provisions of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income taxation under Section 501(a) of the Code as an

organization described under Section 170(c)(2), 2055(a)(2), 2105(a)(2)(A)(ii) and 2522(a)(2) of the Code.

- D. The Corporation, if it is a "private foundation" as defined in Section 509(a) of the Code at any time, shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Code Section 4942(a), and shall not:
- 1. Engage in any act of "self-dealing" as defined in Code 4941(d), which would give rise to any liability for the tax imposed by Code Section 4941(a);
- 2. Retain any "excess business holdings" as defined in Code Section 4943(c), which would give rise to any liability for the tax imposed by Code Section 4943(a);
- 3. Make any investment which would jeopardize the carrying out of any of its exempt purposes within the meaning of Code Section 4944, so as to give rise to any liability for the tax imposed by Code Section 4944(a); or
- 4. Make any "taxable expenditures" as defined in Code Section 4945(d), which would give rise to any liability for the tax imposed by Code Section 4945(a).

The references in this Paragraph to designated sections of the Code shall be deemed to include any corresponding provisions of Federal tax laws at any time and from time to time in force and effect during the continuance of the Corporation.

## **ARTICLE VI - CONTRIBUTIONS**

The Corporation may solicit contributions from all possible sources including, but not limited to, individual, corporate and community sources.

### **ARTICLE VII - DISTRIBUTION ON DISSOLUTION**

Upon the dissolution and winding up of the Corporation, its assets remaining after

payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to such one or more organizations exempt from federal income taxation under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code, as determined by the Board of Directors. If any assets of the Corporation are not disposed of pursuant to the foregoing sentence, such remaining assets of the Corporation are not disposed of pursuant to the foregoing sentence, such remaining assets shall distributed to such one or more organizations exempt from federal income taxation under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code, as determined by the Circuit Court of the County in which the principal office of the Corporation is then located. The Board of Directors or the Circuit Court, as the case may be, shall use their best efforts to make such distributions to organizations which have purposes similar to the Corporation.

#### **ARTICLE VIII - NO MEMBERS**

The Corporation shall not have Members.

#### **ARTICLE IX - DURATION.**

The period of the duration of the Corporation is perpetual unless dissolved according to law.

#### ARTICLE X - DIRECTORS

The corporation shall have three directors initially. The name and address of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office is:

**Howard Winitsky** c/o 6751 N, Federal Highway 6751 N. Federal Highway Suite 200 Boca Raton, FL 33487

Donald C. Sider, Esquire Suite 200 Boca Raton, FL 33487

Monte Kane, CPA 1101 Brickell Avenue Suite M-101 Miami, FL 33131

The number of directors may be increased or decreased from time to time pursuant to the By-Laws of the corporation, but shall not be less than three.

# **ARTICLE XI - INCORPORATOR**

The name and address of the incorporator of the corporation is:

Donald C. Sider 6751 North Federal Highway, Suite 200 Boca Raton, FL 33487

#### **ARTICLE XII - AMENDMENT**

These Articles of Incorporation may be altered, amended or repealed only by a majority vote of the Board of Directors of the Corporation.

The undersigned executes these Articles of Incorporation of **GLORY BOUND**, **INC.**, this \_25\_ day January, 2011.

DONALD C. SIDER, Incorporator

# **ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of GLORY BOUND, INC., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 25 day of January, 2011.

DONALD C. SIDER, Registered Agent

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