

N 0000003898

TRANSMITTAL LETTER

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

SUBJECT: Easy Street Enterprises, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

000003281610--0

-06/08/00--01068--003

*****87.50 *****87.50

Enclosed are 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:

Jo Ann Gibson-Porter

Name (Printed or typed)

2111 Sarazen Drive

Address

Orlando, Florida 32808

City, State & Zip

(407) 595-3462

Daytime Telephone number

F. CHESLER

JUN 1 5 2000

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

ARTICLES OF INCORPORATION
FOR
EASY STREET ENTERPRISES, INC.

We, the undersigned natural persons of age twenty-one years or older, acting as incorporators of a not-for-profit corporation, adopt the following Articles of Incorporation pursuant to Chapter 617, of Title 34 of the statutes of the State of Florida.

ARTICLE I

The name of this corporation shall be EASY STREET ENTERPRISES, INC. The physical address is 2111 Sarazen Drive, Orlando, FL 32808. The principal mailing address is P.O. Box 580021, Orlando FL 32858-0021.

ARTICLE II

The term of the corporation shall be perpetual.

ARTICLE III

The address of the corporations' initial registered office is 2111 Sarazen Drive, Orlando FL 32808. The initial registered agent at this address is Jo Ann Gibson-Porter.

ARTICLE IV

The purpose for which the corporation is organized is exclusively educational, charitable and/or scientific, as described in Section 501 (c) (3) of the Internal Revenue Code dated 1986. This includes, but is not limited to the organization, maintenance and supervision of the office center, as well as;

- A. Provide support and services to small and other not-for-profit businesses.
- B. Provide Grant Writing and Contract Management services to beginning and small not-for-profit agencies.
- C. To provide assisted living services to in need residents of the greater Orlando area, ages 18 years old or older.
- D. To provide assistance, services and programs to benefit the community at large.
- E. To set up and/or administer fund-raisers to benefit EASY STREET ENTERPRISES, INC., and/or other not-for-profit agencies in Central Florida.

In furtherance, but not in limitation of the foregoing purposes, the corporation shall have the power and authority:

- A. To receive assistance, money (as grants or otherwise), real or personal property and any other form of contributions, gifts, bequest or devise from any person, firm or corporation, to be utilized in the furtherance of the objects and purposes of this corporation; to enter into agreements or contracts for contributions to the corporation for its objects and purposes, provided the gifts shall be subject to acceptance by the Board of Directors as required by the bylaws.
- B. To distribute, in the manner, form and method, and by means determined by the Board of Directors

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of this corporation, any and all forms of contributions received by it in carrying out the programs of the corporation in furtherance of its stated purposes. Money and real or personal property contributed to the corporation in furtherance of those objects and purposes are and shall continue to be impressed with a trust for such purposes.

- C. To adopt and use a corporation seal containing the words "Corporation Not For Profit" if desired and deemed necessary, but, this shall not be compulsory unless required by law.
- C. Each and all of the objects, purposes and powers of the corporation shall be exercised, construed and Limited in their application to accomplish the purpose for which this corporation is formed.

Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law.

ARTICLE V

EASY STREET ENTERPRISES, INC. shall not carry on propaganda or otherwise attempt in any way to influence legislation or participate or intervene in (including the publishing or distribution of statement), any political campaign on behalf of any candidate for public office.

ARTICLE VI

The corporations shall not have members.

ARTICLE VII

All corporate powers shall be exercised by or under the authority of, and the affairs of the corporation shall be managed under the direction of a Board of Directors. The conditions of election to the Board of Directors and the number of directors (which number shall not be less than three) shall be as provided in the bylaws.

ARTICLE VIII

The regulation of internal affairs of the corporation, including the distribution of assets on dissolution, shall be provided for in the bylaws and shall include that;

- A. No part of the net earnings of the corporation shall insure to the benefit of, or be distributed to its Directors or Officers, except that the corporation shall be and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth above.
- B. Upon dissolution of the Corporation or winding down of its affairs, the assets of the Corporation shall be applied and distributed as follows;
 - a. All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefore.
 - b. Assets held by the Corporation upon condition requiring, return, transfer or conveyance, which condition occurs by reason of the dissolution or winding down, shall be returned, transferred or conveyed in accordance with such requirements;
 - c. All remaining assets not disposed of under either of the preceding paragraphs (a) or (b) shall be transferred or conveyed to one or more charitable, education or scientific organizations which are described in Section 501 (c) (3) and to which deductible contributions can be made under Sections 170 (c) (2), 2522 (a) as the Board of Directors shall select.

All statutory references herein are to the Internal Revenue Code of 1986 (or the corresponding provisions of the future United States Internal Revenue law).

ARTICLE IX

Members of the Board of Directors of the Corporation shall not receive compensation, directly or indirectly, for services as a director. An officer of the Corporation shall not receive compensation, directly or indirectly, for services as an officer unless employed by the Board of Directors as (1) a member of the administrative staff of the Corporation or (2) for compensable services rendered in other capacities. These prohibitions shall not preclude reimbursement of expenses or advances made for the Corporation that are reasonable in character and amount not for compensable services rendered in other capacities and approved for payment in the manner provided by the bylaws.

ARTICLE X

Every director and officer of the Corporation shall be indemnified by the Corporation reasonably incurred by or imposed in connection with any proceeding or any settlement of any proceeding (including any appeal thereof) to which a director or officer may be a party or may become involved by reason of being or having been a director or officer of the Corporation, whether or not director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of, or liable for, willful misfeasance or willful malfeasance in the performance of duties; provided that in the event of a settlement before entry of judgement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled by law. Appropriate liability insurance may be provided for every director, officer and agent of the Corporation in amounts determined from time to time by the Board of Directors.

ARTICLE XI

The fiscal year of the Corporation shall begin on January 1 and end on December 31 of each year.

ARTICLE XII

The territory in which the operations of the Corporation are principally to be conducted is Central Florida.

ARTICLE XIII

The number of persons constituting the first officers on the Board of Directors shall not be less than three (3). The names and addresses of the officers, who are to serve until the first election under the Articles of Incorporation, are:

President

1. Jo Ann Gibson-Porter
2111 Sarazen Drive
Orlando, Florida 32808

Vice President

2. Donna L. Lloyd
2111 Sarazen Drive
Orlando, Florida 32808

Secretary/Treasurer

3. Mark A. Gibson
5904-D Mausser Drive
Orlando, Florida 32822

ARTICLE XIV

The bylaws may be made, altered or rescinded by majority vote of the Board of Directors at any meeting at which time a quorum is present. The Articles of Incorporation may be made, altered or rescinded by a two-thirds vote of the Board of Directors at any meeting at which time a quorum is present.

ARTICLE XV

The name and residence of the initial Registered agent of this corporation is:

Jo Ann Gibson-Porter
2111 Sarazen Drive
Orlando, Florida 32808

ARTICLE XVI

The name and residence of the incorporator of this corporation is:

Jo Ann Gibson-Porter
2111 Sarazen Drive
Orlando, Florida 32808

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature of Registered Agent

Jo Ann Gibson-Porter

Date

6/6/00

Signature of Incorporator

Jo Ann Gibson-Porter

Date

6/6/00