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TRANSMITTAL LETTER  
FLORIDA NOT FOR PROFIT CORPORATION

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-06/29/00--01010--002  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

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

FILED  
00 JUN 29 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: ONE PLUS ONE FOUNDATION, INC.

Enclosed is an original and one (1) copy of the Articles of Organization for the above-referenced company and a check made payable to the Florida Department of State for:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy (additional copy enclosed)
- \$87.50 Filing Fee, Certified Copy, & Certificate of Status (additional copy enclosed)**

FROM: H. Christopher Tompkins, II, Esq.  
Law Offices of H. Christopher Tompkins, II  
1706 South Kings Avenue  
Brandon, FL 33511-6216  
813-685-7564

ajc 6/30

**ARTICLES OF INCORPORATION**

**OF**

**ONE PLUS ONE FOUNDATION, INC.**

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associates themselves together to form a Corporation not for profit, under Chapter 617, Florida Statutes.

**ARTICLE I**

**NAME OF CORPORATION**

The name of the corporation is ONE PLUS ONE FOUNDATION, INC.

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**ARTICLE II**

**PRINCIPAL OFFICE**

The principal office of the Corporation is located at 1706 South Kings Avenue; Brandon, Florida 33511-6216.

**ARTICLE III**

**INITIAL REGISTERED AGENT**

The street address of the initial registered agent of the Corporation is 1706 South Kings Avenue; Brandon, Florida 33511-6216 and the name of the initial registered agent is H. Christopher Tompkins, II.

**ARTICLE IV**

**DATE OF COMMENCEMENT**

The date of commencement of Corporate existence shall be upon filing with the Secretary of State. This Corporation shall have perpetual existence.

## ARTICLE V

### PURPOSE

This Corporation is organized for non-profit purposes as follows:

- A. To provide leadership training and learning opportunities to youth and adults with a special emphasis on tangible leadership activities and community growth and revitalization initiatives, and the use of measurement-based criteria to evaluate success or failure.
- B. To give support and assistance to individuals seeking a post-secondary education by providing information and resources for them to accomplish their goals.
- C. To work with individuals and entities to improve or establish educational opportunities in our communities for both youth and adults with a specific emphasis on technology.
- D. To leverage the time and talent of younger and older members of communities to continue to promote sustainable economic, environmental, social and cultural community development.
- E. To serve as a resource and clearinghouse for those individuals and entities that are attempting to build economically and environmentally sustainable communities and to develop community specific information that integrates data from organizations, corporations, educational entities, and private and public citizens groups as it relates to the goal of each community's development.
- F. To cooperate with and assist in implementing local and regional plans of the foundation and other organizations, agencies, and entities who wish to promote economically and environmentally sustainable communities.
- G. To promote the use of a measurement based system that will evaluate community growth/revitalization efforts through continuous data collection and the creation of a database of the key factors that impact the success of community building activities and the methods of measuring those factors in a community.
- H. To exercise all of the powers enumerated in Chapter 617, Florida Statutes, as the same now exists or is subsequently amended or superseded, and to do and perform such acts and to have such powers as shall be desirable and necessary in furtherance of any of the powers herein above enumerated which are not in derogation of the laws of the State of Florida or the United States of America; provided, however, that the Corporation, in exercising any one or more powers, shall do so in furtherance of the exempt purposes for which it has been organized as described in Section 501 (c)(3) of the Internal Revenue Code of the United States of America or any amendments or additions thereto.

**ARTICLE VI**

**ACTS AFFECTING NON-TAXABLE STATUS PROHIBITED**

This Corporation is organized as a not for profit Corporation within the meaning of Section 501 (c) (3) of the Internal Revenue Code of the United States of America, and its activities shall be conducted for such purposes and in such a manner that no part of its net earnings shall inure to the benefit of any member, director, officer or individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes.) 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 publication or distribution of statements), any political campaign on behalf of any candidate for public office. The Corporation shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax law. The Corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax law.

**ARTICLE VII**

**NON-STOCK CORPORATION**

This Corporation is organized as a non-stock basis.

**ARTICLE VIII**

**INITIAL MEMBERSHIP**

The Corporation shall have a membership distinct from the Board of Directors. The authorized number and qualifications of the members of the Corporation, the manner of their admission, the voting and other rights and privileges of members shall be set forth in the Bylaws.

**ARTICLE IX**

**INCORPORATOR**

The name and mailing address of the person signing these Articles of Incorporation as the Incorporator is:

**NAME**

**ADDRESS**

H. Christopher Tompkins, II

1706 South Kings Avenue  
Brandon, Florida 33511-6216

## ARTICLE X

### INITIAL BOARD OF DIRECTORS

The number of Directors may be increased or decreased from time and time, but shall not be more than nine (9) nor less than (3) in number. The number of the members constituting the initial Board of Directors of the Corporation is three (3). Each person serving on the Board of Directors must be citizen of the area he/she will represent, be of voting age, and subscribe to and have a working interest in the purpose and policies of the Corporation. The manner in which the directors are appointed is as stated in the Bylaws.

|                             |  |
|-----------------------------|--|
| Krista L. Springer          | 1706 S. Kings Ave<br>Brandon, Florida 33511-6216 |
| Elizabeth P. Tompkins       | 1706 S. Kings Ave<br>Brandon, Florida 33511-6216 |
| H. Christopher Tompkins, II | 1706 S. Kings Ave<br>Brandon, Florida 33511-6216 |

## ARTICLE XI

### OFFICERS

The affairs of the Corporation shall be managed by a President, Vice President, Secretary, and Treasurer and such other officers as permitted by the By-Laws. The names of the persons who shall act as officers of the Corporation until the election of his/her successor are:

|                |                             |
|----------------|-----------------------------|
| President      | H. Christopher Tompkins, II |
| Vice President | Elizabeth P. Tompkins       |
| Secretary      | Krista L. Springer          |
| Treasurer      | Krista L. Springer          |

The above-named officers shall serve until the first organizational meeting of the Board of Directors and shall hold office for a one (1) year period from the date of their selection.

## ARTICLE XII

### DISSOLUTION

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the federal, state or local government for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction, in the county in which the principal office of the organization is then located, exclusively for such purposes.

**ARTICLE XIII**

**AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Council and approved at a Council meeting by at least a majority of the members entitled to vote, unless all the Directors and all the Council members sign a written statement manifesting their intentions that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the Incorporator of this Corporation, have executed these Articles of Incorporation this 24<sup>TH</sup> of JUNE, 2000.

  
H. CHRISTOPHER TOMPKINS, II

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned hereby accepts the designation as Registered Agent of ONE PLUS ONE FOUNDATION, INC.

  
H. CHRISTOPHER TOMPKINS, II

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