

# N00000005052

## TRANSMITTAL LETTER

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

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-07/31/00--01121--013  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

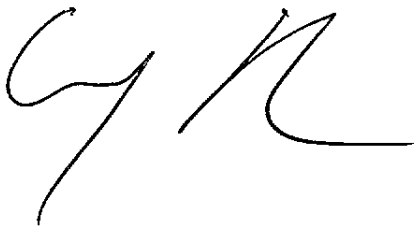
Subject: Tampa Bay Entrepreneurial Organization, Inc.

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for \$ 87.50. These funds are to cover the following fees and services:

Filing Fee:	\$ 35.00
Certified Copy:	\$ 8.75
Registered Agent:	\$ 35.00
Certificate of Status	\$ 8.75

From:

Chay Norbom  
210 South Parsons Avenue  
Suite 10  
Brandon, FL 33511



EFFECTIVE DATE  
7-27-00

FILED  
00 JUL 31 PM 2:14  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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EFFECTIVE DATE  
7-27-00

**ARTICLES OF INCORPORATION  
TAMPA BAY ENTREPRENEURIAL ORGANIZATION, INC.**

The undersigned incorporator, for the purpose of forming a corporation under Chapter 617 of the Florida Statutes, the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I – NAME**

The name of the Corporation shall be: Tampa Bay Entrepreneurial Organization, Inc.

**ARTICLE II – PRINCIPAL OFFICE**

The principal place of business and mailing address of this Corporation shall be:

210 South Parsons Avenue  
Suite 10  
Brandon, FL 33511

**ARTICLE III – DURATION**

This Corporation is to commence its corporate existence on the date of subscription and acknowledgement of these Articles of Incorporation and shall exist perpetually thereafter until dissolved by law, as set forth in Article VI.

**ARTICLE IV – PURPOSE**

This Corporation is organized and shall operate exclusively in activities that further charitable, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, 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.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

**ARTICLE V – POWERS**

The Corporation shall have all of the powers conferred upon not for profit corporations organized under the Florida Not for Profit Corporation Act.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the

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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.

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.

At any time when the Corporation is or becomes a "private foundation" within the meaning of Section 509(a) of the Internal Revenue Code (the "Code", as to also include the corresponding section of any future federal tax code) and Section 617.0835 of the Florida Statutes, the Corporation shall not:

- (a) Engage in any act of "self-dealing," as defined in Section 4941(d) of the Code, which would give rise to any liability for the tax imposed by Section 4941(a) of the Code;
- (b) Retain any "excess business holdings," as defined in Section 4943(c) of the Code, which would give rise to any liability for the tax imposed by Section 4943(a) of the Code;
- (c) Make any investment which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Section 4944 of the Code, so as to give rise to any liability for the tax imposed by Section 4944(a) of the Code;
- (d) Make any "taxable expenditures," as defined in Section 4945(d) of the Code, which would give rise to any liability for the tax imposed by Section 4945(a) of the Code.

In addition, the Corporation, during the period it is a "private foundation" as defined in Section 509 of the Florida Statutes, shall distribute, for each taxable year, amounts at least sufficient to avoid liability for the tax imposed by Section 4942 of the Code.

#### **ARTICLE VI – DISSOLUTION**

The assets of this Corporation are irrevocably and permanently dedicated to the purposes set forth in Article IV. The Corporation may be dissolved upon the adoption of a plan to dissolve in the manner now or hereafter provided in the Florida Statutes.

Upon the dissolution of the Corporation, the assets remaining after payment of, or provision for payment of, all liabilities and obligations shall be distributed for one of more exempt purposes within the meaning of Section 501(c)(3) of the 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 – INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent are:

Chay Norbom  
210 South Parsons Avenue  
Suite 10  
Brandon, FL 33511

**ARTICLE VIII – MEMBERS**

The Corporation may have members. Such class or classes of members and the qualifications and rights of the members of each class shall be set forth in the Bylaws.

**ARTICLE IX – BOARD OF DIRECTORS**

The Directors shall be elected according to the Bylaws of the Corporation.

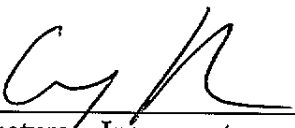
**ARTICLE X – INDEMNIFICATION**

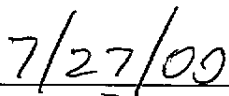
The Corporation shall indemnify any director, officer, employee or agent thereof, whether current or former, together with his or her personal representatives, or heirs, in the manner and extent permitted by Florida Statutes Sections 617.0831 and 617.0834, or any successor law thereto.

**ARTICLE XI - INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation are:

Chay Norbom  
210 South Parsons Avenue  
Suite 10  
Brandon, FL 33511

  
\_\_\_\_\_  
Signature – Incorporator

  
\_\_\_\_\_  
Date

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES,  
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE  
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING  
THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

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TALLAHASSEE FLORIDA

The name of the corporation is **TAMPA BAY ENTREPRENEURIAL ORGANIZATION, INC.**

The name and address of the registered agent and office is:

Chay Norbom  
210 South Parsons Avenue  
Suite 10  
Brandon, FL 33511

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
Signature - Registered Agent

  
\_\_\_\_\_  
Date