



Legal Aid Society
of the Orange County Bar Association, Inc.

100 East Robinson Street, Orlando, FL 32801

100000005231

ATTORNEYS
Mary Anne De Petrillo
Executive Director

Karrie K. Beebe
Angel M. Bello-Billini
Helaine M. Blum
Roshani Gunewardene
Tania Colon-Rowlinson
Susan Khoury
Michael L. Resnick
Larri T. Thatcher
Catherine A. Tucker

August 3, 2000

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

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*****122.50 *****78.75

Re: Filing of Articles of Incorporation
Central Florida Mentoring Network, Inc.

Dear Gentlepersons:

Please find enclosed for filing Articles of Incorporation dated July 31, 2000. Also enclosed is a copy of the Articles and a check in the amount of \$122.50 to cover the cost of the filing. Please file the Articles of Incorporation and date stamp the enclosed copy and return the copy to me in the enclosed envelope. Please call if there are any problems with the above.

Sincerely,

Helaine M. Blum
Helaine M. Blum
Attorney for Corporation

Enclosure

See GAVE
AUTHORIZATION BY PHONE TO
CORRECT *CA*
DATE *8/10*
DOC. EXAM *BC*

Phone: 407-841-8310

E-mail: info@legalaidocba.org

◆ Main Fax: 407-648-9240

◆ Intake & Referral Fax: 407-843-9713



HEART OF FLORIDA
UNITED WAY
Orange • Duval • Seminole

RECEIVED AUG 10 2000

Articles of Incorporation
of
Central Florida Mentoring Network, Inc,

FILED
00 AUG - 7 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation pursuant to Chapter 6
Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be "Central Florida Mentoring Network, Inc."

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal office for the transaction of business of this corporation and the mailing address shall be 1900 33rd Street, Orlando, FL 32839-8856.

ARTICLE III - TERM OF EXISTENCE

The corporation shall exist perpetually.

ARTICLE IV - PURPOSES

The corporation is organized pursuant to the provisions of the general non-profit corporation law of the State of Florida.

The corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, and including but not limited, to the extent permitted by said Section 501(c)(3), the following:

- A. To provide technical assistance to organizations that match mentors with their client constituency.
- B. To recruit, train and refer potential mentors to those organizations.
- C. To evaluate organizations' recruitment, referral and training Procedures and provide education and technical assistance regarding those activities.

D To exercise all rights and powers conferred on not for profit corporations under the laws of Florida, provided, however, that the corporation shall not engage in any activities or exercise any powers, that are not in furtherance of the specific and primary charitable and educational purposes of the corporation. All of the foregoing purposes and powers shall be exercised exclusively for those charitable and educational purposes and shall be exercised in such manner that

the corporation shall qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 as it is currently or hereafter may be in force and effect.

The corporation shall not devote more than an insubstantial part of its activities to the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, directly or indirectly, any political campaign on behalf of or, in apposition to, any candidate for public office. Notwithstanding any other provisions of these articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal and state income taxes under section 501(c)(3) of the Internal Revenue Code of 1954 and Florida Statutes Chapter 617 as the same may be amended from time to time. The corporation shall not have objectives or engage in activities that characterize it as an "action" organization as defined in Treasury Regulation 1.501(c)(3) - 1(c)(3).

The corporation is and shall remain a corporation not for profit. The corporation shall not have nor issue shares of stock. The corporation is not organized, nor shall it be operated for the primary purpose of generating pecuniary gain or profit, and it will not distribute any gains, profits, or dividends to the members thereof, or to any individual, 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 its specific and primary purposes. The property, assets, profits, and net income of the corporation are irrevocably dedicated to charitable and educational purposes, and no part of the profit or net earnings of the corporation shall inure to the benefit of any director, officer, or member thereof or to the benefit of any individual or any private shareholder.

ARTICLE V - DIRECTORS

The affairs of the Corporation shall be conducted and managed by a Board of Directors consisting of not less than three (3) nor more than fifteen (15) members, as fixed from time to time by the By-Laws of the Corporation and Directors shall be elected or appointed in the manner provided in the By-Laws of the Corporation.

ARTICLE VI - MEMBERSHIP

The corporation is a non-membership organization and shall not have any members.

ARTICLE VII - DISTRIBUTION OF ASSETS UPON DISSOLUTION

No persons, firm, or corporation shall ever receive any dividends or profits from the undertaking of the corporation. In the event of dissolution of the corporation, the residual assets of the corporation remaining after payment of, or provision for payment of, all debts and liabilities of the corporation, shall be distributed to one or more organizations, which themselves are exempt as organizations described in Section 501(c)(3) of the Internal

Revenue Code, exclusively to accomplish public purposes and none of the assets will be distributed to any director, officer, or trustee of this corporation.

ARTICLE VIII

In the event that this corporation shall become a "private foundation" within the meaning of Section 509 of the Internal Revenue Code of 1954, the corporation shall distribute its income for each taxable year at such time and in such matter as not to subject it to tax under Section 4942 of the Internal Revenue Code of 1954; shall not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code; shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; shall not make any investments in such manner as to subject it to tax under section 4944 of the of the Internal Revenue Code of 1954; and shall not make any taxable expenditure as defined in Section 4945(d) of the Internal Revenue Code of 1954.

ARTICLE IX - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is: Greg Clendenin
1900 33rd Street, Orlando, FL 32839-8856.

ARTICLE X - INCORPORATORS

The name and address of the incorporators for these Articles of Incorporation are:

Walter Hawkins
400 South Orange Avenue
Orlando, FL 32801

Greg Clendenin
1900 33rd Street
Orlando, FL 32839-8856.

The undersigned incorporators have executed these Articles of Incorporation this
31st day of July, 2000.

Walter Hawkins

Walter Hawkins

Greg Clendenin

Greg Clendenin / Registered Agent

I accept designation as Registered Agent

FILED
00 AUG -7 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA