

Division of Corporations

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Florida Department of State  
Division of Corporations  
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## FLORIDA NON-PROFIT CORPORATION

Halo Crew, Inc.

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**ARTICLES OF INCORPORATION  
OF  
HALO CREW, INC.**

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a not-for-profit corporation (the "Corporation") under the Florida Not-for-Profit Corporation Act (the "Act"), as follows:

**I.  
Name**

The name of the Corporation is Halo Crew, Inc.

**II.  
Term of Existence**

The Corporation's existence commences on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida. The Corporation will have perpetual existence thereafter.

**III.  
Dissolution**

Upon dissolution of the Corporation, or the liquidation of its assets, whether voluntary or involuntary or by operation of law, except as and to the extent otherwise provided or required by law, the net assets remaining may be distributed to entities qualifying under Section 507(b)(1)(A) of the Internal Revenue Code of 1986, as amended (the "Code"), or to the State of Florida, subject always to the provisions of these Articles and to the specific condition that none of the net assets of the Corporation will be distributed to or for the benefit of any member, officer or director of the Corporation or to any other individual; provided, however, that nothing contained in this Article will be construed to prevent a distribution from the net assets of the Corporation to another distributee, otherwise properly made in accordance with the provisions of these Articles and the purposes herein stated, solely by reason of the fact that one or more of the members, officers or directors of the Corporation may be connected or associated with the distributee as a shareholder, member, trustee, director, officer or in any other capacity.

**IV.  
Principal Office**

The principal office and mailing address of the Corporation is 4207 West Knights Avenue, Tampa, Florida 33611.

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**V.****Purposes**

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organization 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 (the "Code").

**VI.****Limitation on Activities**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 V 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. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code.

**VII.****Directors**

The Corporation will have nine (9) directors initially. Directors may be elected, removed from office and hold office as provided in the Bylaws of the Corporation. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that the Corporation will always have at least 3 directors. The names and addresses of the initial directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
Deanna Malpass	12717 Tar Flower Drive Tampa, Florida 33626
Tara Matthews	4207 West Knights Avenue Tampa, Florida 33611
Lois Shell	16515 Turnbury Oak Drive Odessa, Florida 33556

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<u>Name</u>	<u>Address</u>
Allison Evans	10014 Bridgeton Drive Tampa, Florida 33626
Christina Allison	2120 NE 42 <sup>nd</sup> Street, #10A Lighthouse Pointe, Florida 33064
Sondra Torres	9417 Green Pointe Drive Tampa, Florida 33626
Christina Kortens	14637 Corkwood Drive Tampa, Florida 33626
Kellie Reed	10127 Cannon Drive Riverview, Florida 33569
Brooke Scott	11327 Minaret Drive Tampa, Florida 33626

**VIII.****Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is c/o Piper Marbury Rudnick & Wolfe LLP, 101 East Kennedy Boulevard, Suite 2000, Tampa, Florida 33602 and the name of its initial registered agent at such address is Richmond C. Flowers.

**IX.****Incorporator**

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

<u>Name</u>	<u>Address</u>
Richmond C. Flowers	101 East Kennedy Boulevard Suite 2000 Tampa, Florida 33602

**X.****Bylaws**

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

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**XI.**  
**Indemnification**

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

**XII.**  
**Amendment**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on July 17<sup>th</sup> 2001.

  
\_\_\_\_\_  
Richmond C. Flowers, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: July 17<sup>th</sup>, 2001.

  
\_\_\_\_\_  
Richmond C. Flowers

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