

THE  
SEMINOLE  
VISION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Reply to  
Dr. Burt Bertram  
Facilitator  
The Seminole Vision  
525 Sheridan Blvd  
Orlando, FL 32804  
Tel: 407-426-8088  
Fax: 407-426-8893  
Email:  
Burt@burtbertram.com

**The Seminole Vision**

...an innovative and  
diverse community  
dedicated to  
excellence, prosperity,  
and quality of life  
for all.

**The Mission**

...to provide  
community leaders  
with opportunities  
to build bridges  
of cooperation  
designed to invent  
the future of  
Seminole County.

In support of this,  
we commit to:

Create and maintain  
a process where  
diverse community  
leaders from all  
perspectives in  
Seminole County can  
come together in a  
spirit of equality, trust  
and collaboration.

Strengthen the  
community of  
Seminole by  
identifying  
opportunities and  
challenges.

Develop innovative  
partnerships to  
capitalize on these  
opportunities.

December 20, 2001

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

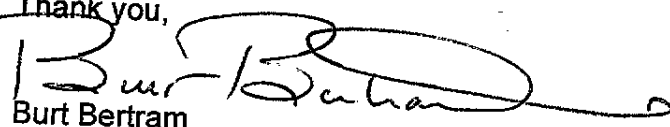
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\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Incorporation of The Seminole Vision

To Whom It May Concern:

Enclosed please find paperwork necessary for application to establish a non-profit corporation. Enclosures include original Articles of Incorporation, original Bylaws, and our check in the amount to \$78.75 made payable to the State of Florida.

Please advise me if there is additional information needed.

Thank you,  
  
Burt Bertram  
Facilitator

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ARTICLES OF INCORPORATION  
OF  
THE SEMINOLE VISION, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, a natural person competent to contract, acting as an Incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, Chapter 617, of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

I. NAME OF CORPORATION

The name of the corporation is THE SEMINOLE VISION, INC.

II. PURPOSES OF THE CORPORATION

The purposes for which the Corporation is organized are as follows:

To operate exclusively for scientific, charitable and educational purposes within the meaning of Section 501 (c) (3) of the internal Revenue Code of 1986, including without limitation, to provide community leaders with opportunities to build bridges of cooperation designed to invent the future of Seminole County. In support of this, the Corporation will create and maintain a process where diverse community leaders from all perspectives in Seminole County can come together in a spirit of equality, trust and collaboration. Further, the Corporation will strengthen the community of Seminole County by identifying opportunities and challenges and then developing innovative

partnerships to capitalize on these opportunities and challenges.

No part of the net earnings of this Corporation shall be distributed to or inure to the benefit of, any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation to effect one or more of its purposes). No substantial part of the activities of the Corporation shall be to carry on propaganda, or otherwise attempt to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office. Except as above provided, the Corporation shall not afford pecuniary gains, incidentally or otherwise, to its members, directors, officers, or other private persons.

### **III. THE BOARD OF DIRECTORS**

The Board of Directors shall constitute the only members of the Corporation, provided, however, the Board of Directors by amendments to the By-Laws may provide for additional members and their qualifications. The Board of Directors shall consist of not less than three (3) nor more than twenty three (23) persons, as set forth in the By-Laws of the Corporation, provided,

however, that the Corporation shall initially have three (3) directors.

#### **IV. CORPORATE POWERS**

The Corporation shall have all powers to carry out its purposes and activities incidental to its purposes in furtherance, and not in limitation of, the powers conferred by law and by the Florida Not for Profit Corporation Act, Chapter 617, of the Florida Statutes, as the same may be amended (the "Act"). All corporate powers of the Corporation shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of the Board of Directors.

#### **V. PERPETUAL EXISTENCE**

The Corporation is to have perpetual existence.

#### **VI. INITIAL REGISTERED OFFICE**

The address of the initial registered office of the Corporation is 230 N. Westmonte Drive, Suite 1974, Altamonte Springs, Florida 32714 and the initial registered agent at that address is Wayne Weinberg.

#### **VII. INITIAL PRINCIPAL OFFICE**

The address of the initial principal office of the Corporation is 230 N. Westmonte Drive, Suite 1974, Altamonte Springs, Florida 32714.

**VIII. INCORPORATOR**

The name and address of the Incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Wayne Weinberg	1278 Tadsworth Heathrow, FL 32764

**IX. INITIAL BOARD OF DIRECTORS**

The names and addresses of the three (3) persons who are to serve as the first Board of Directors of the Corporation are as follows:

<u>DIRECTOR</u>	<u>ADDRESS</u>
Wayne Weinberg	1278 Tadsworth Heathrow, FL 32764
Diane Parker	725 Primara Boulevard Suite 100 Lake Mary, FL 32746
Carlton Henley	1101 East First Street Sanford, FL 32771

The Directors by the affirmative vote of a majority of the then Directors may propose, amend or restate these Articles of Incorporation and may make, alter, or rescind By-Laws at any time by the affirmative vote of a majority of the then Directors.

## **X. PROHIBITED ACTIVITIES**

1. Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on:

(a) by a corporation exempt from Federal Income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent Federal tax laws, or

(b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or the corresponding provision of any subsequent Federal tax laws.

2. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal Tax laws.

3. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal Tax laws.

4. The Corporation shall not retain any excess business holdings as defined in Section 4943 of the Internal Revenue Code

of 1986, or corresponding provisions of any subsequent Federal tax laws.

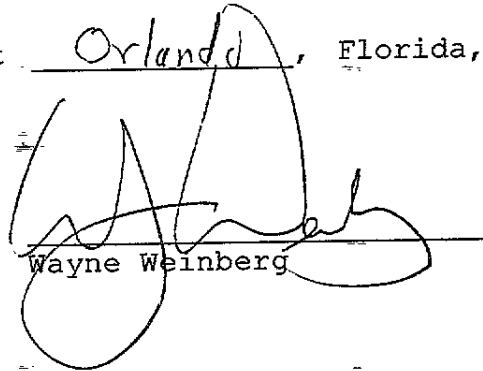
5. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

6. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

#### **XI. DISSOLUTION OF THE CORPORATION**

Upon the dissolution of this Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, pursuant to procedures contained in the Act, distribute all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, literary, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, as the Board of Directors shall determine.

IN WITNESS WHEREOF, the undersigned has hereto subscribed  
his name and affixed his seal at Orlando, Florida, this  
8<sup>th</sup> day of October, 2001.

  
Wayne Weinberg

STATE OF FLORIDA

COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this  
8<sup>th</sup> day of October, 2001, by Wayne Weinberg, who is  
personally known to me or who produced  
as identification and who did/did  
not take an oath.

  
NOTARY PUBLIC

Tracey Renner  
Print Name

My Commission expires: Nov 21, 2004  
Commission No.:





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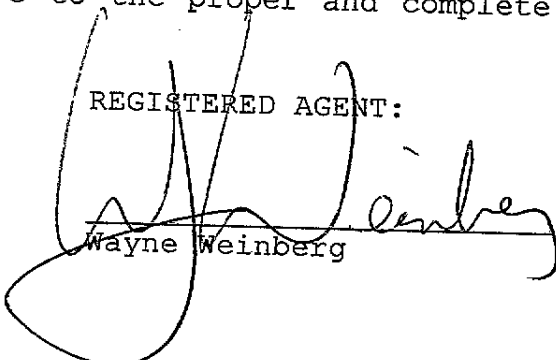
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent for THE SEMINOLE VISION, INC., at the place designated in the Articles of Incorporation, I am familiar with and accept the obligations of the position and hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

REGISTERED AGENT:

  
Wayne Weinberg