

No2000007003

TRANSMITTAL LETTER

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

500006940055--9
-08/07/02--01031--011
*****35.00 *****35.00

SUBJECT: The Potior Corporation of Tampa
(PROPOSED CORPORATE NAME/ MUST INCLUDE SUFFIX)
Non Profit

500006940055--9
-07/19/02--01025--010
*****35.00 *****35.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

\$35.00 enclosed
Apply \$35 already
Sent (see copy
of letter attached)

FROM: Gary Simon
Name (Printed or typed)

11266 W Hellsborough Ave #2412
Address

Tampa, FL 33635
City, State & Zip

813-494-3255
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

1102-22842
08/8/7

FILED
AUG -7 PM 1:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

August 7, 2002

GARY SIMON
11266 W. HILLSBOROUGH AVE., #242
TAMPA, FL 33635

Potion
SUBJECT: THE ~~POTON~~ CORPORATION OF TAMPA
Ref. Number: W02000022842

We have received your document for THE POTON CORPORATION OF TAMPA and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum
Document Specialist
New Filing Section

Letter Number: 702A00047203

**ARTICLES OF INCORPORATION FOR
THE POTIOR CORPORATION OF TAMPA
A FLORIDA NOT FOR PROFIT CORPORATION**

FILED
02 AUG -7 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1 - NAME

- 1.1 The name of the corporation is The Potior Corporation of Tampa.

ARTICLE 2 - ADDRESS

- 2.1 The principal place of business and the address of the corporation is 11266 W. Hillsborough Ave. #242, Tampa, FL 33635

ARTICLE 3 - PURPOSES

- 3.1 This is a nonprofit corporation organized solely for educational purposes pursuant to the Florida Not for Profit Corporation Act as set forth in Chapter 617 of the Florida Statutes. The specific purpose of the corporation is to develop, manage, operate, guide, direct and promote a school or schools and other educational activities as the Board of Directors may define from time to time. This corporation is organized exclusively for educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States internal revenue law.
- 3.1.1 In furtherance of these purposes, this Corporation may acquire, own, lease, use, convey and otherwise dispose of and deal in real or personal property or any other interest; it may manufacture, buy, sell and generally deal in goods, wares and merchandise of every class and description; it may buy, rent, sell, manufacture, produce, assemble, distribute, repair and service any and all products or services in which the Corporation desires to engage; it may do such other things as are incidental to the foregoing or desirable in order to accomplish the purpose for which this Corporation is formed; and it may have and exercise all rights and powers that are now or may hereafter be granted to a nonprofit corporation by law and which do not in any way jeopardize its tax-exempt status under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States internal revenue law).
- 3.2 No part of this Corporation's net earnings will inure to the benefit of its directors, trustees, officers, private shareholders, members, if any, or to any other individuals.
- 3.3 No substantial part of the activities of this Corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation, except as provided in Section 501 (h) of the Internal Revenue Code of 1954, and this corporation shall not participate in or intervene in (including publishing or distributing statements) any political campaign on behalf of or against any candidate for public office except as provided in Section 501 (h) of the Internal Revenue Code of 1954.
- 3.4 All property of this Corporation is irrevocably dedicated to the purposes set forth in these Articles.
- 3.5 On the winding up and dissolution of this Corporation, after paying or adequately providing for the debts, obligations, and liabilities of the Corporation, the remaining assets of this Corporation shall be distributed to such organization (or organizations) organized and operated exclusively for charitable, religious, scientific, literary or educational purposes, which has established its tax-exempt status under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States internal revenue law).

ARTICLE 4 - SELECTION OF DIRECTORS

- 4.1 The current Board of Directors elects the new directors for terms and under procedures specified in the duly adopted bylaws of the Corporation.
- 4.1.1 This Corporation does not have members.

ARTICLE 5 - INITIAL OFFICERS/DIRECTORS

- 5.1 The Corporation's initial officers are:
- 5.1.1 President and Executive Director, Gary L. Simon
- 5.1.2 Secretary, Dr. Hemant Rustogi
- 5.1.3 Treasurer, Nancy Rabenold
- 5.2 The Corporation's initial director(s) are:
- Gary L. Simon, 11266 W Hillsborough Ave, #242, Tampa, FL 33635
- Dr. Hemant Rustogi, 4223 Lynx Paw Trail, Valrico, FL 33594

**ARTICLES OF INCORPORATION FOR
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A FLORIDA NOT FOR PROFIT CORPORATION**

Nancy Rabenold, 10503 Sedgebrook Dr, Riverview, FL 33569

ARTICLE 6 - REGISTERED AGENT

- 6.1 The name and address of the Corporation's initial registered agent is Gary L. Simon, 11266 W. Hillsborough Ave. #242, Tampa, FL 33635.

ARTICLE 7 - INCORPORATOR

- 7.1 The name of the incorporator of the Corporation is Gary L. Simon.
7.2 The address of the incorporator of the Corporation is Gary L. Simon, 11266 W. Hillsborough Ave. #242, Tampa, FL 33635.

ARTICLE 8 - DURATION

- 8.1 The period of the Corporation's duration is perpetual unless it dissolves in accordance with its Bylaws or by a law stating the maximum time so allowed, whichever time is greater.

ARTICLE 9 - INDEMNIFICATION

- 9.1 The Corporation shall indemnify every director and officer, his or her heirs, executors and administrators, against expenses actually and reasonably incurred by him or her, as well as any amount paid upon a judgment, in connection with any action, suit or proceeding, civil or criminal, to which he or she may be made a party to by reason of having been a director and/or officer of this Corporation.
- 9.2 This indemnification is being given since the officers and directors will be requested to act by the Corporation for and on behalf of the Corporation's benefit.
- 9.3 This indemnification shall not be exclusive of other rights to which the officers and directors may be entitled.
- 9.4 The officers and directors shall be entitled to the fullest indemnification allowed by the current law or as may be amended hereafter.
- 9.5 An officer or director shall be liable to the Corporation for the following actions:
- 9.5.1 A breach of his or her duty of loyalty to the Corporation.
- 9.5.2 An act or omission taken in bad faith and constituting a breach of the officer's or director's duty to the Corporation.
- 9.5.3 To be liable hereunder the officer or director must have acted in a grossly negligent, malicious or intentional manner as those terms are defined at law.
- 9.5.4 A transaction in which the director or officer benefits to the detriment of the Corporation.
- 9.5.5 An action, which the officer or director is liable at law for and for which an indemnification is not allowed.

ARTICLE 10 - BYLAWS

- 10.1 The Corporation's Board of Directors shall adopt the initial bylaws of the Corporation. The Board of Directors is authorized and empowered to alter, amend, or repeal the bylaws by a majority vote of the members of the Board in attendance at any duly called meeting of the Board of Directors. No bylaw adopted pursuant to this section shall be effective if it is inconsistent with the Corporation's status as an educational organization within the meaning of section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or any successor provision.

ARTICLE 11 - NONDISCRIMINATION

- 11.1 This Corporation does not discriminate on the basis of race, color, national and ethnic origin in administration of its educational policies, admissions policies, scholarship and school-administered programs. It admits students of any race, color, national and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students in its school(s).

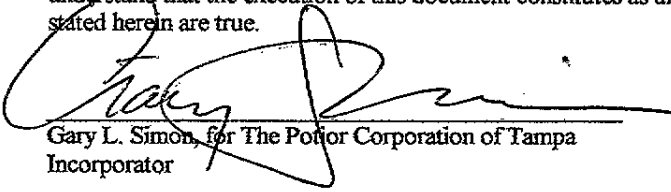
ARTICLES OF INCORPORATION FOR
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A FLORIDA NOT FOR PROFIT CORPORATION

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Gary L. Simon, for The Potior Corporation of Tampa
Registered Agent

I, the undersigned natural person, acting in the capacity as incorporator of this not for profit corporation pursuant to Chapter 617, Florida Statutes, hereby adopt these Articles of Incorporation for this Corporation, and I further understand that the execution of this document constitutes as affirmation under the penalties of perjury that the facts stated herein are true.



Gary L. Simon, for The Potior Corporation of Tampa
Incorporator

FILED
02 AUG -7 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA