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SEC
TALLAHASSEE, FLORIDA

02 DEC 13 AM 9:34

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TRANSMITTAL LETTER

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

SUBJECT: The Legacy Foundation MEPG Program, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

FROM: Keswick Harris
Name (Printed or typed)

934 N. Magnolia Avenue, Suite 323
Address

Orlando, FL 32803
City, State & Zip

Daytime Telephone number

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

ARTICLES OF INCORPORATION

OF

THE LEGACY FOUNDATION MEPG PROGRAM, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this corporation pursuant to Chapter 617 of the Florida Statutes hereby forms a corporation not for pecuniary profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be THE LEGACY FOUNDATION MEPG PROGRAM, INC..

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 934 N. Magnolia Avenue, Suite 323, Orlando, FL 32803.

ARTICLE III- PURPOSES AND POWER OF CORPORATION

- A. The specific purpose of the corporation is to operate as a non-profit foundation.
- B. Generally, this corporation is organized for religious, charitable, literary and educational purposes, including, for all such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding section of any future federal tax code.
- C. This corporation shall be authorized to carry out any and all acts and to exercise any and all corporate powers which may now or hereafter be lawful under the laws of the State of Florida to the extent applicable to a corporation not for pecuniary profit and not inconsistent with these Articles of Incorporation.
- D. Notwithstanding any other provision of these Articles of Incorporation:
 - 1. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that this 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 this Article.
 - 2. No substantial part of the activities of this corporation shall consist of carrying

on propaganda or otherwise attempting to influence legislation, and this corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

3. This 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 Internal Revenue Code of 1986 or corresponding section of any future federal tax code or (1) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or corresponding section of any future federal tax code.
4. If the corporation is, or shall ever be, classified as a "private foundation", as defined in Section 501(a) of the Internal Revenue Code of 1986 or corresponding section of any future tax code, it shall comply with the provisions of Section 617.0835, Florida Statutes, for so long as it remains a private foundation.

ARTICLE IV - MANNER OF ELECTION

- A. The initial Board of Directors shall be comprised of two (2) members who shall serve until their successors are elected and installed pursuant to the procedures set forth in the Bylaws.
- B. The number of members constituting the Board of Directors may be increased or decreased by the Board of Directors from time to time at any regular or special meeting and any vacancies may be filled by a majority vote of those members of the Board of Directors present at any regular meeting or at any special meeting duly called for that purpose provided a quorum of the Board is present. The Board of Directors, however, shall never be less than two(2) members.
- C. The members reserve the exclusive power to adopt, alter, amend or repeal the Bylaws of this corporation; provided, however, that the initial Bylaws of this corporation shall be adopted by the Board of Directors.

ARTICLE V - INITIAL DIRECTORS/OFFICERS

The initial directors are:

Keswick J. Harris, 934 N. Magnolia Avenue, Suite 323, Orlando, FL 32803
Mildred Harris, 934 N. Magnolia Avenue, Suite 323, Orlando, FL 32803

The initial officers are:

President:	Keswick J. Harris, 934 N. Magnolia Avenue, Suite 323, Orlando, FL 32803
Vice-President:	Mildred Harris, 934 N. Magnolia Avenue, Suite 323, Orlando, FL 32803
Secretary:	Keswick J. Harris, 934 N. Magnolia Avenue, Suite 323, Orlando, FL 32803
Treasurer:	Mildred Harris, 934 N. Magnolia Avenue, Suite 323, Orlando, FL 32803

ARTICLE VI - INITIAL REGISTERED AGENT

The name and street address of the Florida registered agent is Keswick J. Harris, 934 N. Magnolia Avenue, Suite 323, Orlando, FL 32803.

ARTICLE VII- INCORPORATOR

The name and address of the incorporator of this corporation is:

Keswick J. Harris
934 N. Magnolia Avenue, Suite 323
Orlando, FL 32803

ARTICLE VIII - INDEMNIFICATION OF CORPORATION

This corporation may in the discretion of the Board of Directors indemnify any officer, director or any former officer or director to the extent provided by law.

ARTICLE IX - USE OF ASSETS

- A. The assets and income derived from the assets of this corporation shall be used solely for the purposes set forth in these Articles of Incorporation. Any disbursements shall be at the approval and direction of the Board of Directors and the members in accordance with the Bylaws. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 herein.
- B. Notwithstanding any other provisions of these Articles of Incorporation, this 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 Internal Revenue Code of 1986 as amended from time to time (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation described under Section 170(c)(2) of

the Internal Revenue Code of 1986, as amended from time to time (or the corresponding provision of any future United States Internal Revenue Law).

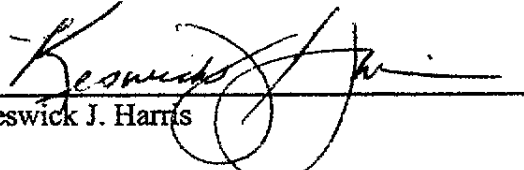
- C. It is intended by the provisions of these Articles of Incorporation that the corporation shall possess the status of an organization exempt from federal income taxation under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 as now in force or thereafter amended. Accordingly, no part of the affairs of this corporation shall be administered, directly or indirectly, in any manner whatsoever which might jeopardize the tax exempt status of this corporation.

ARTICLE X- AMENDMENT TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended, repealed or altered, in whole or in part, by a vote of a majority of the members, as set forth in the bylaws, at any regular or special meeting of the membership called for such purpose in accordance with the provision of the Bylaws.

ARTICLE XI- DISSOLUTION OF CORPORATION

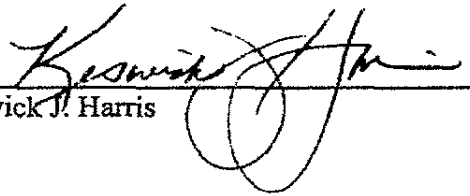
Upon the dissolution of this corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of this corporation, dispose of all of the assets of this corporation exclusively for the purposes of this corporation in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, scientific, literary or educational 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 as amended from time to time (or the corresponding provision of any future United States Internal Revenue law), or to the federal, state or local government, as the members shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court 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. In no event, however, may the assets to be disposed of be distributed to or for the benefit of any member, director, officer or other private person, other than as reasonable payment for services rendered by such person.



Keswick J. Harris

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for THE LEGACY FOUNDATION MEPG PROGRAM, INC. at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity and comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent, including the provisions of Section 48.091 of the Florida Statutes. I am familiar with and accept the duties and obligations of Section 607.0505 of the Florida Statutes.



Keswick J. Harris

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TALLAHASSEE, FLORIDA