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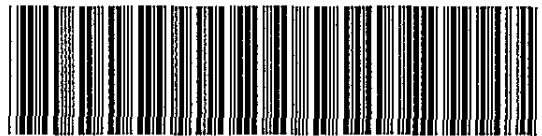
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

March 17, 2003

**DEPARTMENT OF STATE
DIVISIONS OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL. 32314**

SUBJECT: IRACE'S BRIGHT FUTURES INC

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF INCORPORATION AND A CHECK FOR \$70.00

FROM

**RICHARD IRACE
6337 HUNTSVILLE STREET
ORLANDO, FL 32819
(407) 521-9688**

**ARTICLES OF INCORPORATION
OF
IRACE'S BRIGHT FUTURES INC.
A NON-PROFIT CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator in order to form a non-profit corporation under the Florida Not for Profit Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I NAME

The name of this corporation is **IRACE'S BRIGHT FUTURES INC.**

ARTICLE II REGISTERED AGENT

The name and address of the registered agent of this corporation are:

RICHARD IRACE
6337 HUNTSVILLE STREET
ORLANDO, FL 32819

ARTICLE III ADDRESS

The Principal place of business and mailing address of this corporation shall be

6337 HUNTSVILLE STREET
ORLANDO, FL 32819

ARTICLE IV

PURPOSE

The corporation is organized and shall be operated exclusively for such charitable, religious, scientific, literary and educational purposes as will qualify it for exemption from federal income tax as an organization described by section 501(c)(3) of the internal revenue code of 1986, as amended or the corresponding section of any future united states internal revenue law. Within the scope of the foregoing the specific purpose for which this corporation is organized is to Provide a source of funding for education for youths which will enabled them to reach their potential levels of independence and achieve individualized, productive roles within their respective communities.

ARTICLE V

BOARD OF DIRECTORS

The powers of the corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The powers of the Board of Directors, the qualification for serving as a director, and the manner of selection shall all be specified in the corporation's bylaws. The number of directors constituting the initial board of directors is three and the name and addresses of the persons are as follows

Name	Title	Address
RICHARD IRACE	President/Director	6337 Huntsville Street Orlando, FL 32819
TEHUANA IRACE	Director	6337 Huntsville Street Orlando, FL 32819
MARGO IRACE	Director	6337 Huntsville Street Orlando, FL 32819
SELENA PERRY	Director	814 Tilden Street Bronx, NY 10467

ARTICLE VI

INCORPORATOR

The name and address of the incorporator of this corporation is

RICHARD IRACE
6337 HUNTSVILLE STREET
ORLANDO, FL 32819

ARTICLE VII

DURATION

The period of duration of this corporation is perpetual.

ARTICLE VIII

CONTRIBUTORS TO THE CORPORATION

The individual, corporate, and governmental contributors to and volunteers for the corporation shall be considered investors and partners in the corporation to further its non profit mission. Investors and partners shall not be deemed members under Florida corporate law and the corporation shall have no members.

ARTICLE IX DEDICATION AND DISTRIBUTION OF ASSETS

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government or to a nonprofit fund, foundation or corporation for a public purpose which is organized and operated exclusively for charitable purposes which has established its tax-exempt status under sections 501(c)(3) and 509(a)(1)(2) or (3) of the internal revenue code.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

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 in these Articles.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: 3-17-2003


RICHARD IRACE

Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligation of my position as registered agent


(signature/registered agent)
RICHARD IRACE

3-17-2003
date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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