

**N03000004133**

(Requestor's Name)

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(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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04/23/03--01074--004 \*\*87.50

FILED  
03 MAY 15 AM 9:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

✓

MA: 5/1/03

21 April 2003

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Keeping Internet Kids Safe, Inc.  
Filing of Articles of Incorporation and Registered Agent Designation

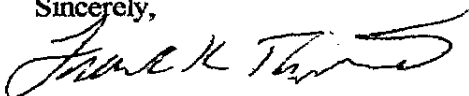
To whom it may concern:

Please find enclosed the Articles of Incorporation for the newly formed Corporation called Keeping Internet Kids Safe, Inc.. I am enclosing a check for the amount of \$87.50 to cover the following fees:

\$35.00	Filing Fee
\$35.00	Registered Agent Designation
\$ 8.75	Certified Copy
\$ 8.75	Certificate of Status

Enclosed you will also find a pre-paid, pre-addressed envelope to be used to return the requested paperwork to my office. Please feel free to call me if you need anything further. Thank you for your help in this matter.

Sincerely,



Frank K. Tipton  
8427 Milano Drive  
Apt 15-110  
Orlando, FL 32810  
407 421 4006  
407 599 4442  
[www.KIKS.org](http://www.KIKS.org)



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

April 28, 2003

FRANK K. TIPTON  
8427 MILANO DRIVE  
APT. 15-110  
ORLANDO, FL 32810

SUBJECT: KEEPING INTERNET KIDS SAFE, INC.  
Ref. Number: W03000011980

We have received your document for KEEPING INTERNET KIDS SAFE, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 245-6067.

Neysa Culligan  
Document Specialist  
New Filings Section

Letter Number: 203A00025626

FILED

**ARTICLES OF INCORPORATION  
OF  
KEEPING INTERNET KIDS SAFE, INC.**

03 MAY 15 AM 9:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

By these Articles of Incorporation (the "Articles"), the undersigned Incorporator forms a corporation 'Not For Profit' in accordance with Chapter 617, Florida Statutes, and pursuant to the following provisions:

**ARTICLE I  
NAME**

The name of the corporation shall be KEEPING INTERNET KIDS SAFE, INC.

**ARTICLE II  
DURATION**

The corporation shall exist perpetually unless and until dissolved according to law. Corporate existence shall commence upon the filing of these Articles with the Florida Department of State.

**ARTICLE III  
DEFINITIONS**

The following words shall have the definitions set forth below for the purposes of these Articles:

- 3.1 "Articles" shall mean these Articles of Incorporation.
- 3.2 "Board" or "Board of Directors" shall mean the Board of Directors of the Corporation.
- 3.3 "Bylaws" shall mean the Bylaws of the Corporation.
- 3.4 "KEEPING INTERNET KIDS SAFE, INC." shall mean and refer to KEEPING INTERNET KIDS SAFE, INC., a Florida corporation not for profit, its successors and/or its assigns.

**ARTICLE IV  
PRINCIPAL OFFICE**

The principal office of KEEPING INTERNET KIDS SAFE, INC. shall be located at 8427 Milano Drive, Apt 15-110, Orlando, Florida 32810.

**ARTICLE V  
REGISTERED OFFICE AND REGISTERED AGENT**

Frank K. Tipton, whose address is 8427 Milano Drive, Apt 15-110, Orlando, FL 32810, is hereby appointed the initial registered agent of KEEPING INTERNET KIDS SAFE, INC. and the registered office shall be at said address and who accepts the appointment as registered agent for KEEPING INTERNET KIDS SAFE, INC.

## **ARTICLE VI PURPOSE AND POWERS OF THE CORPORATION**

KEEPING INTERNET KIDS SAFE, INC. is formed: a) Our main goals are to educate the public, monitor internet activities (i.e. stop the porn spam, monitor chat rooms etc.) and to change laws in order to benefit and protect our children; b) to provide agencies the technical and material assistance they need to effectively carry out their mission; c) to identify and enlist as donors those organizations that meet a high standard of excellence in administration, financial control and whose aims parallel KEEPING INTERNET KIDS SAFE, INC.'s desire for social betterment of those they serve; and d) to act as a channel of donor support to agencies that subscribe to these standards.

KEEPING INTERNET KIDS SAFE, INC. shall have all the powers of a non-profit corporation organized under the laws of the State of Florida, subject only to such limitations upon the exercise of such powers as are expressly set forth in these Articles or the Bylaws. KEEPING INTERNET KIDS SAFE, INC. shall have the power and duty to do any and all lawful things which may be authorized, assigned, required or permitted to be done by these Articles and the Bylaws, and to do and perform any and all acts which may be necessary or proper for, or incidental to, the exercise of any of the duties or powers of KEEPING INTERNET KIDS SAFE, INC. for the benefit of the Directors, Officers and Members.

The purpose for which KEEPING INTERNET KIDS SAFE, INC. is organized is exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 as amended, or the corresponding provision of any future United States Internal Revenue law.

Notwithstanding any other provisions of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

Notwithstanding any other provisions of these Articles, this organization shall not discriminate on the basis of race, creed, religion, familial status, sex or disability as interpreted under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law, or shall be distributed to the Federal, State or Local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the State in which the principal office of the organization is then located, exclusively for such purposes.

**ARTICLE VII  
BOARD OF DIRECTORS**

The affairs of KEEPING INTERNET KIDS SAFE, INC. shall be managed by a Board of Directors, consisting of 3 directors, whose number may be either increased or decreased from time to time by Amendment to the Bylaws of KEEPING INTERNET KIDS SAFE, INC. The names and addresses of persons who are to act in the capacity of Director until appointment or election of their successors pursuant to these Articles are as follows:

<u>Name</u>	<u>Address</u>
Frank K. Tipton	8427 Milano Drive, Apt 15-110 Orlando, Florida 32810
Sharon J. Tipton	8427 Milano Drive, Apt 15-110 Orlando, Florida 32810
William H. Tipton	10025 Russell Avenue North Brooklyn Park, MN 55444

**ARTICLE VIII  
VOTING RIGHTS AND RULES OF ORDER**

Each Director shall be entitled to one vote. Except as provided for in these Articles or KEEPING INTERNET KIDS SAFE, INC.'s Bylaws, all meetings, business and otherwise, of KEEPING INTERNET KIDS SAFE, INC. shall be governed by Robert's Rules of Order.

**ARTICLE IX  
OFFICERS**

The affairs of KEEPING INTERNET KIDS SAFE, INC. shall be administered by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at a meeting designated for such purpose, and they shall serve at the pleasure of the Board of Directors. The original Officers of KEEPING INTERNET KIDS SAFE, INC., and their respective addresses shall be as follows:

<u>Name</u>	<u>Office</u>
Frank K. Tipton 8427 Milano Drive, Apt 15-110 Orlando, Florida 32810	President, Treasurer
Sharon J. Tipton 8427 Milano Drive, Apt 15-110 Orlando, Florida 32810	Vice President, Secretary

## **ARTICLE X INDEMNIFICATION**

10.1 Indemnification. Every Director and every officer of KEEPING INTERNET KIDS SAFE, INC. shall be indemnified by KEEPING INTERNET KIDS SAFE, INC. against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding whether civil, criminal, administrative or investigative, or any settlement of any proceeding, or any appeal from such proceeding to which he or she may be a party or in which he or she may become involved by reason of his or her being or having been a Director or Officer of KEEPING INTERNET KIDS SAFE, INC., or having served at KEEPING INTERNET KIDS SAFE, INC.'s request as a Director or Officer of any other corporation, whether or not he or she is a Director or Officer at the time such expenses are incurred, regardless of by whom the proceeding was brought, except in relation to matters as to which any such Director or Officer shall be adjudged liable for gross negligence or willful misconduct, provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors of KEEPING INTERNET KIDS SAFE, INC. approves such settlement and reimbursement as being for the best interest of KEEPING INTERNET KIDS SAFE, INC. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such Director or Officer shall be entitled.

10.2 Expenses of Lawsuits. Expenses incurred in defending a suit or proceeding whether civil, criminal, administrative or investigative, may be paid by KEEPING INTERNET KIDS SAFE, INC. in advance of the final disposition of such action, suit or proceeding if authorized by all of the non-interested directors upon receipt of an undertaking by or on behalf of the Director or Officer to repay such amount if it shall ultimately be determined that he or she is not to be indemnified by KEEPING INTERNET KIDS SAFE, INC. as authorized by these Articles of Incorporation.

10.3 Insurance. KEEPING INTERNET KIDS SAFE, INC. shall have the authority to purchase, at its expense, and maintain insurance on behalf of any person who is or was a Director or Officer of KEEPING INTERNET KIDS SAFE, INC., against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not KEEPING INTERNET KIDS SAFE, INC. would have the power to indemnify him or her against such liability under the provisions of these Articles.

## **ARTICLE XI AMENDMENTS**

Amendments to these Articles of Incorporation shall be made in the following manner:

12.1 Resolution. The Board of Directors shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of the Board of Directors. This meeting may be either annual or a specially called meeting.

12.2 Notice. Within 30 days of the next meeting of the Board of Directors, or in any other manner provided for in KEEPING INTERNET KIDS SAFE, INC.'s Bylaws for the giving of notice of meetings of the Board of Directors, written notice setting forth the proposed amendment, or a summary of the changes to be effected thereby, shall be given to each Director, and each such Director shall be entitled to vote thereon. If the meeting is an annual meeting, the proposed amendment or such summary may be included in the notice of such annual meeting.

12.3 Vote. At such meeting, a vote of the Directors shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of two thirds (2/3), or more, of the Directors.

12.4 Multiple Amendments. Any number of amendments may be submitted to the Directors and voted upon by them at one meeting.

12.5 Agreement. If two thirds (2/3) of the Directors, or more, as provided above, sign a written statement manifesting their intention that an amendment to these Articles be adopted, then the amendment shall thereby be adopted as though subsections 12.1 through 12.3 had been satisfied.

12.6 Limitations. No amendment shall make any changes in the qualifications for Directors or the voting rights of Directors without the unanimous approval in writing by all Directors.

12.7 Filing. A copy of each amendment shall be filed with the Secretary of State, State of Florida.

12.8 Dissolution. In the event KEEPING INTERNET KIDS SAFE, INC. is dissolved, the assets of KEEPING INTERNET KIDS SAFE, INC. shall be dedicated to a public body or conveyed to a non-profit organization within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law, with a purpose similar to that of KEEPING INTERNET KIDS SAFE, INC.



**ARTICLE XII  
BYLAWS**

The Bylaws of KEEPING INTERNET KIDS SAFE, INC. shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

**ARTICLE XIII  
NON-STOCK CORPORATION**

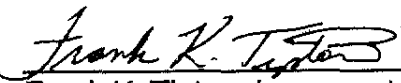
KEEPING INTERNET KIDS SAFE, INC. is organized on a non-stock basis and shall not issue shares of stock evidencing membership in KEEPING INTERNET KIDS SAFE, INC.

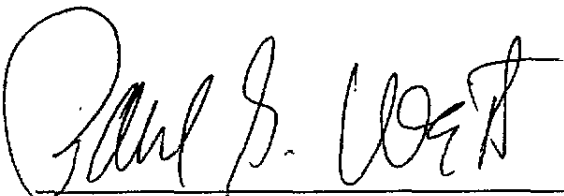
**ARTICLE XIV  
INCORPORATOR**

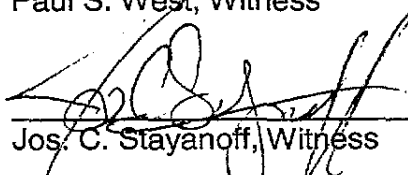
The name and address of the Incorporator to these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Frank K. Tipton	8427 Milano Drive, Apt 15-110 Orlando, FL 32810

IN WITNESS WHEREOF, the undersigned Incorporator has caused these presents to be executed on this 6<sup>th</sup> day of May, 2003.

  
\_\_\_\_\_  
Frank K. Tipton, Incorporator  
8427 Milano Drive  
Apartment 15-110  
Orlando, FL 32810

  
\_\_\_\_\_  
Paul S. West, Witness

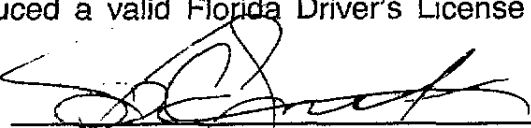
  
\_\_\_\_\_  
Jos. C. Stayanoff, Witness

STATE OF FLORIDA,  
COUNTY OF ORANGE:

**THE FOREGOING INSTRUMENT** was acknowledged before me this 6<sup>th</sup> day of May 2003, by Frank K. Tipton, who produced a valid Florida Driver's License as identification and who did take an oath.



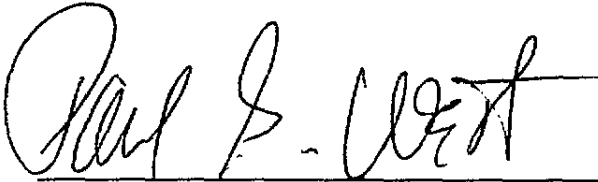
Jos C. Stayanoff  
MY COMMISSION # DD143287 EXPIRES  
August 18, 2006  
BONDED THROUGH TROY FAIR INSURANCE, INC.

  
\_\_\_\_\_  
Jos C. Stayanoff,  
Notary Public, State of Florida at Large

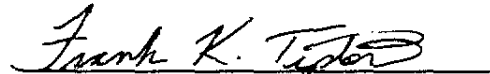
My Commission expires: August 18, 2006

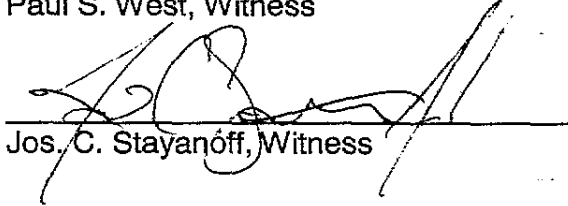
**ACCEPTANCE OF REGISTERED AGENT**

I, the undersigned, Frank K. Tipton, whose address is 8427 Milano Drive, Apt 15-110, Orlando, FL 32810, am familiar with the duties and responsibilities of and accept the designation as the Initial Registered Agent for KEEPING INTERNET KIDS SAFE, INC. on this 6<sup>th</sup> day of May 2003, and shall accept service at same address.



Paul S. West, Witness

  
Frank K. Tipton



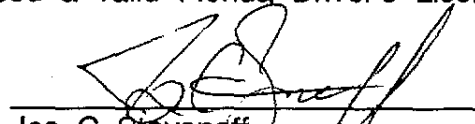
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STATE OF FLORIDA,  
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Jos C. Stayanoff  
MY COMMISSION # DD143287 EXPIRES  
August 18, 2006  
BONDED THRU TROY FAIN INSURANCE, INC

  
Jos. C. Stayanoff  
Notary Public, State of Florida at Large

My Commission expires: August 18, 2006

FILED  
03 MAY 15 AM 9:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA