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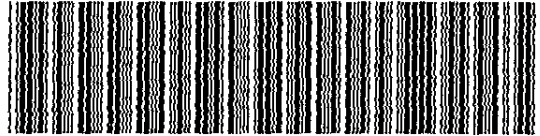
Cheryl Beritez **GAVE**

AUTHORIZATION BY PHONE TO

CORRECT R.A. acceptance

DATE 6-25-03

DQC EXAM g



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SECRETARY GENERAL
TAMARA L. BROWN

03 JUN 23 PM 2:30

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Joining Hands • Joining Hearts • Making Families

June 19, 2003

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

Attn: New Filings

Dear Sir/Madam:

Please accept the following Articles of Incorporation for The Gift of Adoption Fund, Florida Chapter, Inc. Effective immediately we wish to register this not-for-profit corporation. Enclosed is a check for \$78.75 for fees and a certified copy.

Thank you in advance for your assistance. Should you have any questions, I can be reached at (813) 870-1343.

Sincerely,

Cheryl A. Benitez
President, Gift of Adoption Fund, Florida Chapter

Florida Chapter
112 South Glen Avenue
Tampa, FL 33609
phone 813 879 5999
fax 813 879 5999

FLChapter@GiftofAdoption.org

ARTICLES OF INCORPORATION
OF
GIFT OF ADOPTION FUND – FLORIDA CHAPTER, INC.

A Florida Corporation Not for Profit

The undersigned incorporator hereby files these Articles of Incorporation to form a non-stock, perpetually existing corporation not for profit pursuant to Chapter 617, Florida Statutes, as amended.

ARTICLE I.

The name of the Corporation shall be Gift of Adoption Fund – Florida Chapter, Inc.

ARTICLE II.

The period of existence shall be perpetual.

ARTICLE III.

This Corporation shall not have or issue shares of stock.

ARTICLE IV.

The Corporation is organized exclusively for charitable, educational, scientific, or religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). To the extent consistent with the above general purposes, the specific purposes of this Corporation shall be as follows:

The Corporation's exclusive purpose is to be a supporting organization of Gift of Adoption Fund, Inc. and all activities in furtherance thereof. As a supporting organization for Gift of Adoption Fund, Inc., the Corporation's funds shall be used for such purpose and in furtherance thereof.

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ARTICLE V.

Section 1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any member, director or officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes as set forth in Article IV hereof), and no member, director or officer of the Corporation, or any other private individual, shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation; provided, however, that the Corporation may confer benefits in the form of distributions, in dissolution or otherwise in the manner set forth in Article XII hereof.

Section 2. The Corporation shall not, as a substantial part of its activities, carry on propaganda, lobby, or otherwise attempt to influence legislation. The Corporation shall not participate in any political campaign on behalf of (or in opposition to) any candidate for public office.

Section 3. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities which may not be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Code or by an organization contributions to which are deductible by the donor under Section 170(c)(2) of the Code.

ARTICLE VI.

The location of the principal office of the Corporation shall be:

112 S. Glen Avenue, Tampa, Florida, 33609

ARTICLE VII.

The initial registered agent is Cheryl A. Benitez.

ARTICLE VIII.

The address of the initial registered agent is:

Cheryl A. Benitez
112 S. Glen Avenue
Tampa, FL 33609

I accept the duties of registered agent.

Cheryl Benitez

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IX.

The number of directors of the Corporation shall be fixed in the Bylaws of the Corporation and in no event shall be less than three (3) as required by Section 617.0803 of the Florida Statutes. The manner in which directors shall be selected, appointed and removed shall be set forth in the Bylaws of the Corporation. However, any selection, appointment or removal of a director must be approved by the supported organization, Gift of Adoption Fund, Inc.

ARTICLE X.

The names and addresses of the persons who shall serve as the initial Board of Directors until the first annual meeting of members or until their successors are elected and qualify, are as follows:

Name	Address
David P. Alexander	1015 S. Dakota Ave, Tampa, FL 33606
Cheryl A. Benitez	112 S. Glen Ave, Tampa, FL 33609
Michael D. Benitez	112 S. Glen Ave, Tampa, FL 33609
Natalie E. Raney	3608 San Juan, Tampa, FL 33629
Steven M. Raney	3608 San Juan, Tampa, FL 33629
Loreen M. Spencer	2916 1/2 Tambay, Tamap, FL 33611
Jeanne T. Tate	418 W. Platt Street, Tampa, FL 33606

ARTICLE XI.

The name and address of the incorporator is Jeanne T. Tate, P.A., 418 W. Platt Street, Tampa, Florida 33606-2244.

ARTICLE XII.

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the Corporation's liabilities, distribute all of the Corporation's assets exclusively to the Gift of Adoption Fund, Inc., or its successor.

Dated: 6/19/03.

Jeanne T. Tate
Jeanne T. Tate, Incorporator

STATE OF FLORIDA)
) SS
COUNTY OF HILLSBOROUGH)

Personally came before me this 19th day of June, 2003, the
above-named Jeanne T. Tate, Jr. to me known to be the person who executed the
foregoing instrument and acknowledged the same.

Melinda Sue Eggert
Notary Public, State of Florida
My Commission expires: _____

