

NO3000008715

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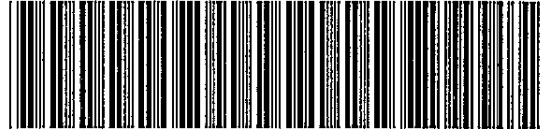
(Business Entity Name)

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FILED  
2003 OCT -3 PM 3:20  
CLERK OF STATE  
TALLAHASSEE FLORIDA

10/7/03

TRANSMITTAL LETTER

FILED

2003 OCT -3 PM 3:20

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

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

SUBJECT: Big Thoughts, 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: Big Thoughts, Inc.  
Name (Printed or typed)

330 MASON Ave.  
Address

DAYTONA Beach, FL 32117  
City, State & Zip

(386) 252-0633  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION** **FILED**

**OF**

2003 OCT -3 PM 3:20

**BIG THOUGHTS, INC.**

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I**

**NAME**

The name of this corporation is Big Thoughts, Inc. **TERM OF EXISTENCE** of corporation is perpetual.

**ARTICLE II**

**NOT FOR PROFIT STATUS & POWERS**

This corporation is organized pursuant to and shall have all powers provided for in the Corporations Not for Profit Law of the State of Florida (Chapter 617).

**ARTICLE III**

**PRINCIPAL OFFICE**

The principal office for the transaction of business of this corporation is to be located at 330 Mason Avenue, Daytona Beach, Florida, 32117-5038; or at such other places as the Board of Directors from time to time may designate.

## **ARTICLE IV**

### **PURPOSES**

The purposes for which this corporation is formed are exclusively charitable and educational and consist of the following:

A. The specific and primary purposes are:

1. To inform and educate all residents of the Greater Daytona Beach and Volusia County area about any individual's opportunities to participate in making this community a better place to live, work and play.
2. To expand citizens knowledge about issues and events that may be important to them; to bring together the diversity of cultures in this community for mutual benefit, cooperation and activities in order to allow people to discover commonality and various ways of working together so that racial tensions, prejudice, and discrimination, economic and otherwise, may be eliminated.
3. To expand knowledge and opportunities to very low, low, moderate and other income Volusia County residents and groups to develop leadership skills in order to make this community a better place to live, work and play, providing counseling, education and related materials from Big Thoughts, Inc., a not-for-profit corporation, and other sources.

B. The general purpose and powers are:

To have and exercise all rights and powers conferred on corporations formed under the Not For Profit Act of the State of Florida, provided, however, that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific and primary purposes of this corporation.

**ARTICLE V**

**REGISTERED AGENT**

The name and address in the State of Florida of this corporation's initial agent for service of process is Big John, 330 Mason Avenue, Daytona Beach, FL 32117-5038.

**ARTICLE VI**

**TAX EXEMPTION**

- A. This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501 ( c ) (3) of the Internal Revenue Code. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501 ( c ) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (ii) by a corporation, contributions to which

are deductible under Section 170 ( c ) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

- B. No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

## **ARTICLE VII**

### **SUBSCRIBERS**

The names and residences of the Subscribers are as follows:

| <u>Name</u>     | <u>Address</u>   |
|-----------------|--|
| Big John        | 330 Mason Avenue<br>Daytona Beach, FL 32117<br>(386) 252-0633  |
| Francine Gordon | Mid-Florida Housing Partnership, Inc.<br>330 North Street<br>Daytona Beach, FL 32114<br>(386) 252-7200 |
| Barbara Kincade | 1400 South Nova Road - #100<br>Daytona Beach, FL 32114<br>(386) 323-9880                               |

## ARTICLE VIII

### BOARD OF DIRECTORS

#### Section 1. Board

The names and addresses of the persons who are appointed to act in the capacity of Directors until the election of their successors are:

| <u>Name</u>     | <u>Address</u>   |
|-----------------|--|
| Barbara Kincade | 1400 South Nova Road - Suite #100<br>Daytona Beach, FL 32114<br>(386) 323-9880                         |
| Francine Gordon | Mid-Florida Housing Partnership, Inc.<br>330 North Street<br>Daytona Beach, FL 32114<br>(386) 252-7200 |
| Summer Clayton  | 5830 Spruce Creek Woods Dr.<br>Port Orange, FL 32127<br>(386) 788-1108                                 |
| Reva Cunningham | 1675 S. Moon Road<br>Astor, FL 32102<br>(386) 749-9237   |

The number of and the manner in which Directors shall be chosen and removed from office, their qualifications, powers, duties, compensation, if any, the manner of filling vacancies on the Board, and the manner of calling and holding meetings of the Board of Directors, shall be as stated in the Bylaws. The Board of Directors shall have no less than five (5) and no more than seven (7) members.

## Section 2. Terms

As prescribed in the Bylaws, the terms of the directors shall be staggered with duration's ranging from one to three years in length or until their successors have been selected.

## SECTION 3. Quorum

The presence of a majority of the directors shall be necessary at any meeting to constitute a quorum to transact business. The act of a majority of the directors present at a meeting when a quorum is present shall be the act of the Board of Directors.

## Section 4. Voting

Every member of the board shall be entitled to one (1) vote at any meeting of the board. Such vote may not be exercised by proxy.

# ARTICLE IX

## DISPOSITION OF PROPERTY

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon the dissolution or



winding up of the corporation, its assets remaining after payment, or provision for payment of all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501 ( c ) (3) of the Internal Revenue Code.

## **ARTICLE XI**

### **BYLAWS**

The Board of Directors of this corporation may provide Bylaws consistent with these Articles of Incorporation, for the conduct of the corporation's business and carrying out of its purposes. Bylaws shall state the manner in which the bylaws may be amended.

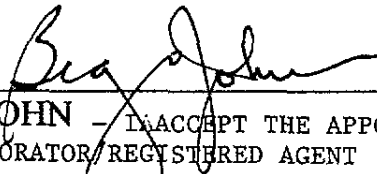
## **ARTICLE XII**

### **AMENDMENT OF ARTICLES OF INCORPORATION**

Amendments to the Articles of Incorporation may be proposed by any director at a regular or special business meeting of the Board of Directors at which a quorum is present.

In order to be approved by the Board, ten (10) days notice of the meeting and a copy of any proposed amendment(s), which is to be considered at such meeting, shall be given to each member in writing, by

IN WITNESS WHEREOF, we, the undersigned, being the original subscribers to the corporation hereinabove named, for the purpose of forming a corporation to do business within the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true and hereunto set our hands and seals this 1<sup>ST</sup> day of OCTOBER, 2003.

  
BIG JOHN - I ACCEPT THE APPOINTMENT AS REGISTERED  
INCORPORATOR/REGISTERED AGENT AGENT

  
FRANCINE GORDON

  
BARBARA KINCAIDE

STATE OF FLORIDA :  
:  
COUNTY OF VOLUSIA :

Before me, the undersigned, a Notary Public in and for said County and State, personally appeared Big John, Francine Gordon and Barbara Kincade, known to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

WITNESS my hand and official seal this 1<sup>ST</sup> day of October, 2003.



*Lynn M. Conrad*  
Notary Public  
My Commission Expires: 10/28/2006

FILED  
2003 OCT -3 PM 3:20  
CLERK OF STATE  
TALLAHASSEE FLORIDA

BTI/la

# BIG THOUGHTS, INC.

## ORGANIZATIONAL CHART

