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(Requestor's Name)

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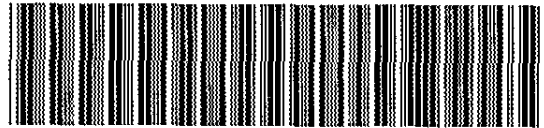
(Business Entity Name)

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REGISTRARS  
TALLAHASSEE, FLORIDA

W03-39354

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Odessa Educational  
Park

Signature \_\_\_\_\_

Requested by: AW

12/23

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- ☒ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

December 26, 2003

CAPITAL CONNECTION, INC.

SUBJECT: ODESSA EDUCATIONAL PARK OF YESTERYEARS, INC.  
Ref. Number: W03000039356

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

03 DEC 31 AM 10:35

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We have received your document for ODESSA EDUCATIONAL PARK OF YESTERYEARS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

An effective date may be added to the Articles of Incorporation if a 2004 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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) 245-6931.

Becky McKnight  
Document Specialist  
New Filings Section

Letter Number: 403A00068765

**RE-SUBMIT**  
PLEASE OBTAIN THE ORIGINAL  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
ODESSA EDUCATIONAL PARK OF YESTERYEARS, INC.**

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a not for profit corporation in accordance with the laws of the State of Florida (Chapter 617, Florida Statutes).

**ARTICLE I - Name**

The name of this Corporation shall be:

**ODESSA EDUCATIONAL PARK OF YESTERYEARS, INC.**

**ARTICLE II - Principal Office and Mailing Address**

The address of the principal office and the mailing address of this Corporation shall be:

Odessa Educational Park of Yesteryears, Inc.  
19215 Crescent Road  
Odessa, FL 33556

**ARTICLE III - Purposes**

The general nature of the activities to be conducted by this Corporation, and the objects or purposes of this Corporation, shall be as follows:

- (A) Exclusively to receive and administer funds for religious, charitable, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code and to that end, to hold any property, real or personal, tangible or intangible, or any undivided interest in such property, without limitation as to amount or value; to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise, any such property, or any undivided interest in such property, without limitation as to amount or value; to sell, convey or otherwise dispose of any such property and to invest, reinvest or deal with the principal or the income thereof in such a manner as will best promote the purposes of the corporation without limitation, except such limitations as may be contained in the instrument under which such property is received, these Articles of Incorporation, the Bylaws of the Corporation, or any applicable laws; and to do any other act or thing incidental to or connected with the foregoing purposes or

an advancement thereof, but not for the pecuniary profit or financial gain of its directors, officers or members or any private individual.

- (B) No part of the net earnings of the Corporation shall inure to the benefit of any member, director, or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no member, director or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- (C) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### **ARTICLE IV - Existence of Corporation**

This Corporation shall exist in perpetuity.

#### **ARTICLE V - Registered Office and Registered Agent**

The initial registered of this Corporation shall be located at 19215 Crescent Road, Odessa, FL 33556, and the initial registered agent of this Corporation shall be DIANE V. KUENZEL, ESQ. whose office is located at 4111 Land O' Lakes Blvd., Suite 302-D, Land O' Lakes, FL 34639. This Corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

#### **ARTICLE VI - Members**

This Corporation shall have one class of members. The number, method for selection, qualifications, rights and duties of members shall be as provided in the bylaws of this Corporation.

#### **ARTICLE VII - Board of Trustees**

All powers of this Corporation shall be exercised by, or under the authority of, and the affairs of this Corporation shall be managed under the direction of, the Board of Trustees, subject to all applicable laws. The number, method for selection, qualification, rights and duties of the trustees shall be provided in the bylaws.

### **ARTICLE VIII - Initial Board of Trustees**

The initial Board of Trustees of this Corporation shall consist of two (2) members, such members to hold office until their successors have been duly elected and qualified. The name and street address of each initial trustee are:

<u>Name</u>	<u>Address</u>
JANICE K. RODDA	19215 Crescent Road Odessa, FL 33556
WALTER "EARL" RODDA	19215 Crescent Road Odessa, FL 33556

### **ARTICLE IX - Incorporator**

The name and street address of the incorporation making these Articles of Incorporation are:

JANICE K. RODDA  
19215 Crescent Road  
Odessa, FL 33556

### **ARTICLE X - Bylaws**

The power to adopt the bylaws of this Corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be bested in the Board of Trustees of this Corporation; provided, however, that any bylaws or amendment thereto as adopted by the Board of Trustees may be altered, amended or repealed by vote of the members entitled to vote thereon, or a new bylaws in lieu thereof may be adopted by the members, and the members may prescribe in any bylaw made by them that such bylaw shall not be altered, amended or repealed by the Board of Trustees.

### **ARTICLE XI - Dissolution**

Upon dissolution of this Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purposes. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

**ARTICLE XII - Amendment of Articles of Incorporation**

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.

  
JANICE K. RODDA

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for ODESSA EDUCATIONAL PARK OF YESTERYEARS, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Date: December 19, 2003

  
\_\_\_\_\_  
DIANE V. KUENZEL, ESQUIRE

Prepared by:

Diane V. Kuenzel, Esquire  
KUENZEL & LUTES, P.A.  
4111 Land O' Lakes Boulevard  
Suite 302-D  
Land O' Lakes, Florida 34639  
(813) 996-7710

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