

NO 4000001584

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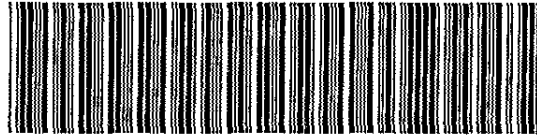
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04 FEB 10 PM 12:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2/17/04

## TRANSMITTAL LETTER

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

SUBJECT: Central Florida Oracle Users Group, Inc.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for \$70.00 filing fees.

FROM: Paul D. Phillips  
1011 Edgewood Ranch Road  
Orlando, FL 32835

Daytime Telephone Number: 407-718-5274

ARTICLES OF INCORPORATION  
Of  
Central Florida Oracle Users Group, Inc.

**FILED**

04 FEB 10 PM 12:42

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

A not-for-profit Corporation

The undersigned incorporator, for the purpose of forming a corporation under the Florida not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I: NAME**

The name of this corporation is: Central Florida Oracle Users Group, Inc.

**ARTICLE II: PRINCIPAL OFFICE**

The principle place of business and mailing address of this corporation:  
1011 Edgewood Ranch Road  
Orlando, FL 32835

**ARTICLE III: PURPOSE(S)**

The purposes for which this corporation is organized is to provide education and charitable assistance to the public by providing a primary resource to the Central Florida area for individuals wishing to share knowledge and experience about Oracle software and related products and services.

This corporation is organized exclusively for educational and charitable purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distribution to organizations that qualify as exempt organization under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**ARTICLE IV: MANNER OF ELECTION OF DIRECTORS**

The manner in which the Directors are elected or appointed:

Voting for the election of directors shall be by written ballot. Each Director shall cast one vote per candidate, and may vote for as many candidates as the number of candidate to be elected to the board. The candidates receiving the highest number of votes up to the number of the directors to be elected shall be elected to serve on the board.

#### **ARTICLE V: BOARD OF DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, a Board of Directors, except as may be otherwise provided in these Articles of Incorporation or in the bylaws of the corporation, or as may be otherwise required by any of the provisions of Chapters 607 or 617 of the Florida statutes as they now exist or as they may be hereafter amended. The number of Directors shall be determined and fixed pursuant to the Bylaws of the Corporation, but shall consist of at least three (3) persons.

The names and addresses of the persons who are to constitute and serve as the initial Board of Directors of the Corporation are:

Paul D. Phillips  
1011 Edgewood Ranch Road  
Orlando, FL 32835

Jon Hauser  
12951 Mallory Circle, #201  
Orlando, FL 32828

Sheryl Calish  
40077 Mrytle Lane  
Lady Lake, FL 32159

Kathi Robinson  
712 Secret Harbor Lane, #202  
Lake Mary, FL 32746

David Wong  
2835 Yonkers Ct.  
Oviedo, FL 32765

#### **ARTICLE VI: INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Paul Phillips  
1011 Edgewood Ranch Road  
Orlando, FL 32835

#### **ARTICLE VII: ADDITIONAL PROVISIONS**

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, for a public purpose.

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), or any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of the 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 of (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

**ARTICLE VII:**

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

Paul D. Phillips  
1011 Edgewood Ranch Road  
Orlando, FL 32835

  
Signature

  
Date

Paul D. Phillips

*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 obligations of my position as registered agent.*

  
Signature

  
Date

Paul D. Phillips