

N04000002269

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The Joseph Foundation, Inc.

(Business Entity Name)

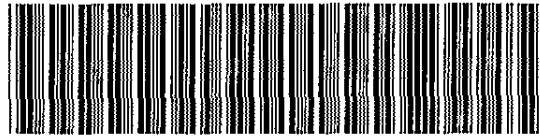
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*The Joseph Foundation, Inc.*  
Articles of Incorporation, p.1

# Articles of Incorporation of The Joseph Foundation, Inc.

The undersigned, acting as incorporator of **The Joseph Foundation, Inc.**, under the Florida Not-For-Profit Corporation Act, adopts the following Articles of Incorporation.

## Article I NAME

The name of the corporation is:

**The Joseph Foundation, Inc.**

## Article II ADDRESS

The street and mailing address of the initial principal office of the corporation is:

3111-20 Mahan Drive  
PMB#2115  
Tallahassee, Florida 32308

## Article III PURPOSE

The corporation is organized as a corporation not-for-profit, exclusively for charitable, educational, literary, scientific, community and economic development purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code. The general purpose of this corporation is to establish centers of learning and development focusing on (A) motivating participants to dream and activate their dreams through the acquisition of resources, skills and tools necessary to fulfill their dreams, (B) encouraging creative writing and authoring activities by youth and underrepresented segments of society, and (C) studying the effects of merging the sciences with the performing arts by expressing the arts through the sciences.

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## Article IV

### MANNER OF ELECTION

Eight persons shall be appointed <sup>by the founder</sup> to serve as directors until the first annual meeting, after which new directors/successors will be elected.

## Article V

### INITIAL BOARD OF MEMBERS

The corporation has (8) initial officers and directors. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but will never be less than three (3). The method of election or appointment of the directors shall be as provided in the bylaws. The names of the initial officers are:

#### President

Ms. Josephine S. Bronson, M.S.  
P.O. Box 2502  
Tallahassee, Florida 32316

#### Director

Ms. Diane Jefferson, M. S.  
3120 Rackley Drive  
Tallahassee, Florida 32305

#### Vice President

Mrs. Geraldine Floyd-Davis, B.S.  
1114 Tanner Drive  
Tallahassee, Florida 32305

#### Director

Robbin Quarterman, D.D.S.  
244 N. Frederick Avenue  
Daytona Beach, Florida

#### Secretary

Dr. Maxine Montgomery, Ph.D.  
3076 N. Fulmer Circle  
Tallahassee, Florida 32303

#### Director

Dr. Harvard Cooper, M.D.  
4631 N.W. 31<sup>st</sup> Avenue, PMB #248354  
Ft. Lauderdale, Florida 33309

#### Treasurer

Ms. Tonya Clemons, B.S.  
4870 Planters Ridge Drive  
Tallahassee, Florida 32311

#### Director

Dr. Dexter Johnson, Ph. D.  
55 Barrett Road, #523  
Berea, Ohio 44017

## Article VI

### DURATION AND COMMENCEMENT

The corporation will exist perpetually, commencing on the date of filing of these Articles of Incorporation.

## Article VII

### LIMITATIONS ON CORPORATE POWER

The corporate powers of the corporation are as provided in Section 617.0302, Florida Statutes, except to the extent such powers are limited by the following provisions of this Article:

- (a) No part of the assets or 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 the 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 Article III hereof.
- (b) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Internal Revenue Code), and the corporation shall not participate in or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office (including the publishing or distributing of statements).
- (c) Notwithstanding any other provision of these Articles, the corporations shall not carry on any activities not permitted to be carried on (i) by a corporation qualifying for exemption from federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (ii) 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 VIII

### DISSOLUTION

Upon the dissolution of the 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 purpose. 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 IX

### INDEMNIFICATION

(a) The corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the corporation or of any corporation not for profit of which the corporation is a member, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the corporation or of any corporation not for profit of which the corporation is a member. To the fullest extent not prohibited by law, the corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer of director, within twenty (20) days after receipt by the corporation of (1) written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding, by reason of the fact that such person is or was an employee or agent of the corporation of any corporation not for profit of which the corporation is a member, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the corporation of any corporation not for profit of which the corporation is a member.

(c) The corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent, after receipt by the corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the corporation relating thereto.

## Article X

### BYLAWS

The members of the Corporation shall have the right to make and adopt such Bylaws as they shall deem proper and advisable and such Bylaws shall be made, altered, or rescinded upon a majority vote of the members present and voting, at any regular or special business meeting of the said corporation called for that purpose.

## Article XI

INCORPORATOR / 3

The name and street address of the incorporator and . is:

Name  
*Josephine Bronson*

Address  
3111-20 Mahan Drive  
PMB# 2115  
Tallahassee, Florida 32308

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Having been known as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with, accept the appointment as a registered agent, and agree to act this capacity.

*Angela M. Poole*  
Signature/Registered Agent

*March 8, 2004*  
Date

*Bronson*  
Signature/Incorporator

*March 8, 2004*  
Date

Registered Agent:

*Angela M. Poole, CPA*

*118 Salem Court  
Suite A  
Tallahassee, FL 32301*