

N04 0000 08682

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☒ WAIT

☐ MAIL

(Business Entity Name)

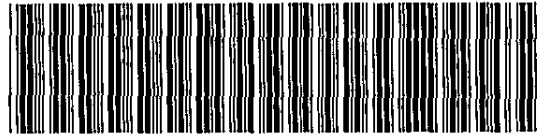
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DIVISION OF REGISTRATION

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04 SEP -8 PM 3:18
DIVISION OF REGISTRATION

49/8

TRANSMITTAL LETTER

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

SUBJECT: GWENANDREWS ACADEMY INCORPORATED
(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: Eureka Butler
Name (Printed or typed)

P O Box 6225
Address

Tallahassee FL 32314
City, State & Zip

850-383-1772
Daytime Telephone number

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

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

GWENANDREWS ACADEMY INCORPORATED

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

P O Box 6225
Tallahassee Florida 32314

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To provide creative educational programs and services to the community - See attached

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

Directors will be elected according to By laws.

ARTICLE V INITIAL DIRECTORS/OFFICERS

The name(s), address(es) and title(s):

Dorothy Boyer 1917 Faulk Drive Tallahassee FL 32303
President
Erika Reddick 946 Mt. Hosea Road Quincy FL 32351
V President

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Eureka Butler
2741 Oak Park Court
Tallahassee Florida 32308

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Eureka Butler
2741 Oak Park Court
Tallahassee Florida 32308

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

Signature/Registered Agent

Date

9/8/04

Signature/Incorporator

Date

9/8/04

Amendment to Gwen Andrews ^{Academy} ~~Youth Services~~, Inc. ^B

- a. Said organization is organized exclusively for charitable, religious, 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 corresponding section of any future federal tax code.
- b. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- c. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which principal office of the organization 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.

Section 7.05 Conflict of Interest. No member of the Board of Director may use his or her position to profit personally at the expense of the Corporation. No member of the Board shall vote on any matter in which such Director, parent, spouse, child, partner, employer or similar related business entity has a direct, substantial interest in any property or business that would be specifically, directly or substantially affected by such action. The Board may establish additional reasonable policies to protect against any conflict of interest that could be detrimental to the Corporation.

ARTICLE VIII. INDEMNIFICATION

Section 8.01. Generally. The Corporation shall indemnify each director, officer, agent or employee, present or former, to the maximum extent permitted by law against all cost and expense reasonably incurred by or imposed upon him/her in connection with any action, suit, or proceeding in which he/she may be involved by reason of him/her being or having been a director, officer, agent or employee. The foregoing right of indemnification shall not be exclusive of other rights to which any such director or officer may be entitled as a matter of law.

Section 8.02. Insurance. The Corporation shall have the power to purchase directors' and officers' liability insurance on behalf of any such person who is or was a director or officer of the Corporation.

Adopted and approved by the Board of Directors this 9 day of September 2004.

Signature: _____

Title: _____



CEO