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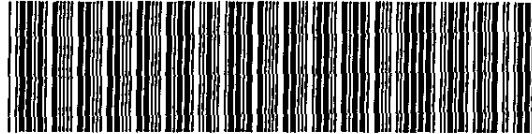
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DAVID L. PARTLOW, P.A.
ATTORNEY AT LAW

TRANSWORLD CENTER, SUITE 210
4100 WEST KENNEDY BOULEVARD
TAMPA, FLORIDA 33609-2244

(813) 287-8337 • FAX (813) 287-8234

October 12, 2004

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

Re: COOKSON HILLS TOY RUN, INC.

Dear Sir or Madam:

Enclosed for filing with the Division of Corporations is the original Articles of Incorporation of the above-named corporation, together with the original Designation of Registered Agent and Registered Office and Acceptance. A photocopy of the Articles is enclosed as well. Also enclosed is our firm's check, payable to the Secretary of State, in the amount of \$70.00, in payment of the following fees:

Filing Fee	\$35.00
Registered Agent Fee	<u>\$35.00</u>
Total	\$70.00

Thank you for your assistance and attention to this matter.

Sincerely,



David L. Partlow

DLP:ac
Enclosures (4)

Articles of Incorporation
of
COOKSON HILLS TOY RUN, INC.

A Florida Not For Profit
Corporation

FILED
2001 OCT 14 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation for such corporation:

Article I

Name

The name of the corporation shall be COOKSON HILLS TOY RUN, INC. The principal address of the corporation at the time of incorporation is 2201 Tanglewood Way, City of Brandon, County of Hillsborough, Florida.

Article II

Duration

The duration of this corporation is perpetual unless dissolved according to law.

Corporate existence shall commence on the date these articles of incorporation are filed by the Department of State.

Article III

Purpose

[a] The specific and primary purpose for which this corporation is organized is to provide Christmas parties for children, and other social and recreational functions for children.

[b] The general purposes for which this corporation is organized are to undertake all legitimate activities for the benefit of underprivileged children.

[c] This corporation is formed and shall be operated exclusively for the purposes stated in this Article III, and other nonprofit purposes. No part of any net earnings shall inure to the benefit of any member, trustee, or officer of the corporation except as provided by law.

[d] This corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally, and specifically as provided in Section 617.0302 of the Florida Not For Profit Corporation Act, provided, however, that this corporation has no power to engage in any activity that in itself is not in furtherance of its purpose as set forth in subparagraphs (a) through (c) of this Article III.

Article IV

Qualifications And Admission Of Members

The authorized number, qualifications, and manner of admission of members of this corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, the liability of members for dues and/or assessments and the method of collection thereof, and the termination and transfer of membership shall be as set forth in the bylaws of this corporation.

Article V

Registered Office And Registered Agent

The street address of the corporation's initial registered office is 4100 W. Kennedy Blvd., Suite 210, City of Tampa, County of Hillsborough, Florida, and the name of the corporation's initial registered agent at such address is David L. Partlow.

Article VI

First Board Of Directors

The following three persons shall serve the corporation as directors until the first annual meeting or other meeting called to elect directors:

Name	Address
Sharon R. Brown	2201 Tanglewood Way, Brandon, FL
William F. Brown	2201 Tanglewood Way, Brandon, FL
Robert V. Sharp	131 New Legacy Dr., Seffner, FL

Article VII

Basis Under Which Corporation Organized

This corporation is organized under a non-stock basis.

The corporation is a not for profit corporation as defined by the Not For Profit Corporation Act in Chapter 617 of the Florida Statutes. As such, it is not organized for the pecuniary gain or profit of its members, and neither its net earnings nor any part thereof is distributable to its members, directors or managers or trustees, officers, or other private persons except as specifically permitted under the provisions of the Florida Not For Profit Corporation Act.

Article VIII

Management Of Corporate Affairs

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of not less than three directors. The numbers of directors provided for in these Articles of Incorporation may be changed by a bylaw adopted by the board of directors or members entitled to vote.

(b) Election of Directors. The method of electing directors shall be as set forth in the bylaws.

(c) Elective Officers. The officers of this corporation shall be a president, a vice-president, a secretary, and a treasurer. Other officers and offices may be established or appointed by the members of this corporation at any regular annual meeting or any special meeting of members called for such electing or appointing. The duties of, the terms of office, and the manner of removing officers shall be as set forth in the bylaws.

Article IX

Incorporator

The name and address of the incorporator is as follows:

Name

Address

Sharon R. Brown

2201 Tanglewood Way, Brandon, FL

Article X

Income From Public Events

If this corporation holds any events in which members of the general public are invited to participate for a fee, the net proceeds, if any, attributable to such participation by nonmembers will be paid over to an organization that is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 on an annual basis, unless this corporation itself is a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986.

Article XI

Bylaws

Bylaws will be hereafter adopted at the first meeting of the board of directors. Such bylaws may be amended, repealed, in whole or in part, by the members or by the directors in the manner provided in the bylaws. Any amendments to the bylaws shall be binding on all members of this corporation.

Article XII

Amendment Of Articles

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of the voting members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of the voting members of the corporation.

Article XIII

Distribution On Dissolution

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) or 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of such code as subsequently amended, or to the federal, state, or local government to be used exclusively for public purposes.

In witness whereof, the undersigned incorporator has executed these articles of incorporation on Sept 21, 2004.

Sharon R. Brown
Sharon R. Brown, Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this 21st day of Sept., 2004, before me, a Notary Public duly authorized in the State and County above named to take acknowledgements, personally appeared Sharon R. Brown, to me known to be the person described as the subscriber herein and who executed the foregoing Articles of Incorporation, and said subscriber acknowledged before me that the same were executed for the uses and purposes therein expressed.

WITNESS my hand and official seal named above, the 21st day of Sept., 2004.

David L. Partlow
Commission #DD256550
Expires: Oct 18, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

David L. Partlow
NOTARY PUBLIC

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE


Pursuant to Sections 48.091 and 607.0501, Florida Statutes, this Designation is submitted:

1. COOKSON HILLS TOY RUN, INC. is a Corporation desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2201 Tanglewood Way, Brandon Florida, County of Hillsborough, State of Florida;

2. COOKSON HILLS TOY RUN, INC. hereby names David L. Partlow, an individual resident of this state, as its registered agent to accept service of process within the State of Florida;

3. COOKSON HILLS TOY RUN, INC. hereby designates as its registered office, the street address of said registered agent's place of business, which is 4100 West Kennedy Boulevard, Suite 210, City of Tampa, County of Hillsborough, State of Florida.

SUBMITTED this 21st day of Sept, 2004.


Sharon R. Brown, Incorporator on behalf
of COOKSON HILLS TOY RUN, INC.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the designated place, I hereby agree to act in this capacity and accept this appointment, and agree to comply with the provisions of Sections 48.091 and 607.0501, Florida Statutes, relative to keeping open said office.

September 21, 2004
DATE


DAVID L. PARTLOW, Registered Agent

FILED
2004 OCT 14 PM 12:25
TALAMON, SEATTLE, WASH.
SECRET