

N05000000207

(Requestor's Name)



KIRK BURNES
1970 RIFON DR
CLEARWATER, FL 33764

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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05 JAN -6 PM 3:52
SECRETARY OF STATE
TALLAHASSEE, FL 32399

APPROVED
AND
FILED

VV

TRANSMITTAL LETTER

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

SUBJECT: Breakthrough Learning International, Inc.
(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: Kirk Burness
Name (Printed or typed)

1970 Ripon Dr.
Address

Clearwater, FL 33764
City, State & Zip

727 - 446 - 4161
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)

APPROVED
AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be :

Breakthrough Learning International, Inc.

ARTICLE II PRINCIPAL OFFICE

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

PO Box 5942
Clearwater, FL 33758

ARTICLE III DURATION

The period of duration of the corporation is perpetual.

ARTICLE IV PURPOSE

This is a not for profit public benefit corporation and is not organized for the private gain of any one person. It is organized to operate exclusively for charitable purposes to help people develop increased abilities and accomplish better results by providing workable educational practices and methodology to students of all ages through the use of educational strategies and tools by L. Ron Hubbard.

ARTICLE V LIMITATION ON THE CORPORATION'S POWERS

At all times, and notwithstanding merger, consolidation, reorganization, termination, dissolution or winding up of the Corporation, or any other provisions hereof:

- A. The corporation shall not possess or exercise any power or authority that would pose a substantial risk of preventing it at any time from qualifying and continuing to qualify as a corporation described in section 501(c)(3) of the Internal Revenue Code of 1986 ("Code"), contributions to which are deductible for federal income tax purposes, nor shall the Corporation engage directly or indirectly in any activity that would pose a substantial risk of causing the loss of such qualification under section 501(c)(3) of the Code.
- B. At no time shall the Corporation engage in any activities that are unlawful under the law of the United States, the State of Florida, or any other jurisdiction where its activities are carried out.
- C. No part of the assets or net earnings of the Corporation shall ever be used, nor shall the Corporation ever be organized or operated, for the purposes that are not

exclusively charitable or educational within the meaning of section 501(c)(3) of the Code.

- D. The Corporation shall never be operated for the primary purpose of carrying on trade or business for profit.
- E. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to an extent that would disqualify it for tax exemption under section 501 (c)(3) of the Code by reason of attempting to influence legislation. Nor shall the Corporation, directly or indirectly, participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office.
- F. No solicitation of contribution to the Corporation shall be made, and no gift, bequest, or devise to the Corporation shall be accepted; upon any condition or limitation that would pose a substantial risk of causing the Corporation to lose its federal income tax exemption.
- G. Pursuant to the prohibition contained in section 501 (c)(3) of the Code, no part of the net earnings, current or accumulated, of the Corporation shall ever inure to the benefit of any private individual.
- H. All references contained in these Articles to the Internal Revenue Code of 1986, or to the "Code", shall be deemed to refer to the Internal Revenue Code of 1986, and the Regulations established pursuant thereto, as they now exist or as they may hereafter be amended. Any reference contained in these Articles to a specific section or chapter of the Code shall be deemed to refer to such section or chapter and the Regulations established thereto as they may now exist or as they may hereafter be amended, and to any corresponding provision of any future United States Internal Revenue Service laws and any Regulations established pursuant thereto.

ARTICLE VI DISPOSITION OF THE CORPORATION'S ASSETS ON DISSOLUTION

In keeping with the charitable purposes to which the Corporation's property is irrevocably dedicated, upon winding up and dissolution of the corporation, and after payment or after provision is made for its debts and obligations, the corporation's remaining assets shall be distributed to one or more not-for-profit funds, foundations, trusts or corporations which are organized and operated exclusively for charitable purposes, and which are qualified as tax exempt under section 501 (c)(3) of the Internal Revenue Code or the corresponding provisions of a future United States Internal Revenue law.

ARTICLE VII MANNER OF ELECTION

The initial directors of the corporation shall be appointed by the Incorporator. In the event of a vacancy in the Board of Directors, it shall be filled by a majority vote cast by the incumbent directors pursuant to the bylaws.

ARTICLE VIII INITIAL DIRECTORS

Kirk Burness - Chairman of the Board
1970 Ripon Dr.
Clearwater, FL 33764

Noelia Villarreal - Director of Administration
1104 S. Missouri Ave. #305
Clearwater, FL 33756

Melanie Burness - Secretary/ Treasurer
1443 Cleveland St.
Clearwater, FL 33755

ARTICLE IX AMENDMENT OF THE CORPORATION'S ARTICLES OF INCORPORATION

Notwithstanding any provision of the law permitting their amendment upon the affirmative act of less than all of the Corporation's incumbent directors, the Articles of Incorporation of the Corporation may be amended only upon the unanimous vote of all the Directors of the Corporation then incumbent, provided that they not alter the purposes of the corporation.

ARTICLE X INITIAL REGISTERED AGENT AND STREET ADDRESS

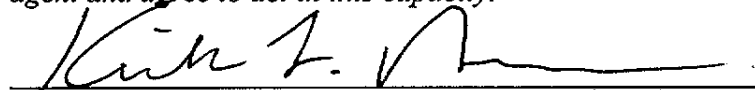
Kirk Burness
1970 Ripon Dr.
Clearwater, FL 33764

ARTICLE XI INCORPORATOR

Kirk Burness
1970 Ripon Dr.
Clearwater, FL 33764

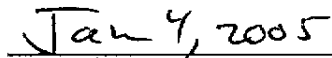
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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

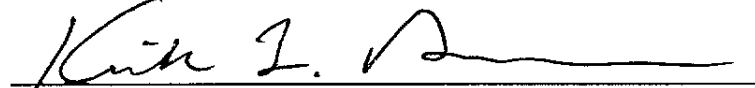


Signature/ Registered Agent

Kirk L. Burness

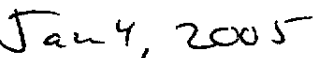


Date



Signature/ Incorporator

Kirk L. Burness



Date