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TRANSMITTAL LETTER

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

SUBJECT: **Breakthrough Technologies Corporation**
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and ^{1 copy} ~~one (1) copy~~ of the Articles of Incorporation and a check for 87.50

☐ \$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: **Donald Patrick J. Adrian**
Name (Printed or typed)

523 Lantern Circle
Address

Temple Terrace, Florida 33617-3735
City, State & Zip

813-966-1998
Daytime Telephone number

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

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ARTICLES OF INCORPORATION

OF

Breakthrough Technologies Corporation
a Non-Profit Florida Corporation

(Pursuant to Chapter 617, Florida Statutes.)

The undersigned has, for the purpose of forming a non-profit Corporation under the laws of Florida, adopted the following Articles of Incorporation.

Article I: Name. The name of this Corporation is Breakthrough Technologies Corporation.

Article II: Tax-Exempt Status. The tax exempt purposes of this Corporation shall be to receive and maintain a fund or funds of real or personal property or both and, subject to the restrictions and limitations which are hereinafter set forth, to use and apply the whole or any part of the income from the principal of the fund or funds exclusively for charitable, religious, scientific, literary or educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code and its regulations as they now exist or any may hereafter be amended. Notwithstanding any other provision of these Articles of Incorporation, this Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by organizations described in §501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

Article III: Principal Office of Business. The principal place of business and mailing address of the Corporation is:

Principal Office of Business
523 Lantern Circle
Temple Terrace, Florida 33617-3735
Mailing Address
523 Lantern Circle
Temple Terrace, Florida 33617-3735

Article IV: Specific Purpose. The specific purpose of the non-profit Corporation is:

The Corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended.

Article V: Duration. The duration of the Corporation shall be perpetual.

Article VI: Manner of Election. The manner in which the Directors are elected or appointed is:

The Directors of the Corporation shall be elected in accordance with methods and qualifications specified in the By-Laws of the Corporation. In no event, shall the number of Directors be fewer than three.

Article VII: Board of Directors. The number of Directors of the Corporation shall be fixed and may be altered from time to time as may be provided in the By-Laws. In case of any increase in the number of Directors, the additional Directors may be elected by the Directors or by the members at an annual or special meeting, as shall be provided in the By-Laws.

Article VIII: Powers. The powers of the Corporation shall be provided in the By-Laws of the Corporation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, Directors, Officers or other private interests. However, the Corporation shall be authorized and empowered to pay a reasonable flat salary for services rendered by its employees and to make payments and other distributions in furtherance of the purposes set forth in Article IV.

2. Only an insubstantial amount of the activities of the Corporation shall be in furtherance of a purpose not set forth in Article IV.

3. Only an insubstantial amount of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended, unless the Corporation elects the provisions of § 501(h) of the Internal Revenue Code, as may be amended.

4. In no event shall the Corporation have the power to participate in, or intervene in, including the publishing or distributing of statements, any political campaign on behalf of, or in opposition to, any candidate for public office, all within the meaning of § 501(c)(3) of the Internal Revenue Code, as may be amended.

5. In the event the Corporation chooses to litigate, using its own staff attorneys on behalf of its members or other clients, the Corporation shall comply with the guidelines provided within Revenue Procedure 92-59, 1992- 2 C.B. 411-12, as may be amended, superseded or modified. The By-Laws of the Corporation shall adopt these provisions accordingly.

Article IX: Meetings.

1. After Incorporation, the appropriate members of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes, as amended.

2. The Board of Directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all Directors participating to simultaneously hear one another. A Director participating in such a meeting is deemed present at the meeting. In the alternative, the Board of Directors may take actions through signed e-mail communications provided all Board members agree.

Article X: Registered Agent. This Corporation appoints Donald Patrick J. Adrian, who has been a bona fide resident of the State of Florida for at least three years, as its Registered agent in and for the State of Florida. The complete name and address of the Registered Agent is

Donald Patrick J. Adrian
523 Lantern Circle
Temple Terrace, Florida 33617-3735

Article XI: Incorporator. The name and address of the incorporator is:

Donald Patrick J. Adrian
523 Lantern Circle
Temple Terrace, Florida 33617-3735

Article XII: Dissolution. Upon dissolution and upon payment or adequate discharge of all liabilities and obligations, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, as amended, or shall be distributed to a State or the Federal government for a public purpose.

Article XIII: Effective Date. These Articles are to be effective the date of filing unless otherwise specified below:

IN WITNESS WHEREOF, the following incorporator has signed these Articles of Incorporation this date: February 19th 2005


Donald Patrick J. Adrian

ACCEPTANCE BY REGISTERED AGENT

Having been named as a 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.

DATE: February 19th 2005


Donald Patrick J. Adrian

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