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ARTICLES OF INCORPORATION

KAIROS BEACON GROUP INC.

A Florida not for profit corporation

The undersigned, acting as the incorporator of a not for profit corporation under the Florida not for profit act, as set forth in chapter 61 of the Florida statutes, as amended, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I NAME/REGISTERED OFFICE

The name of this corporation shall be: Kairos Beacon Group Inc. The corporation's registered office is located at: 6858 S. Plymouth Dr. Lantana, Florida 33462.

ARTICLE II PURPOSE

This corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the corporation shall [. . . here is where one enumerates specific purposes and activities.] [All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

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KAIROS BEACON GROUP INC.

ARTICLE III LIMITATIONS

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable

compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and

3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

4. The corporation shall not lend any of its assets to any officer or director of this corporation [unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board members], or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLE IV DIRECTORS/MEMBERS

The corporation may (but need not) have voting members, and such membership, if any, and classes thereof, shall be as defined in the corporation's bylaws. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No member or Director shall have any right, title, or interest in or to any property of the corporation.

ARTICLE V DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

**ARTICLE VI
DISSOLUTION**

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, 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 VII
INCORPORATOR**

The incorporator of this corporation is:

William Kearney
6858 S Plymouth Dr.
Lantana, Florida 33462

In witness wherefore, I, William Kearney, the undersigned incorporator to these Articles of Incorporation, have affixed my signature thereto on May 25, 2005.

May 25, 2005 William Kearney signature

Print: William Kearney

State of Florida
County of West Palm Beach

The foregoing instrument was sworn to before me on this 25th day of May, 2005,
By William Kearny, who personally appeared before me at the time of notarization, and
who is personally known to me.

Notary Public:



Sign: _____

Print: _____

[Handwritten Signature]
MARK RICHARDSON

KAIROS BEACON GROUP INC.

6858 South Plymouth
Lantana Florida 33462

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FLORIDA DEPARTMENT OF STATE
Division of Corporations
409 East Gaines Street
Tallahassee Florida 32399

I William Kearney hereby am familiar with and accept the duties and responsibilities of
Registered Agent for the Kairos Beacon Group Inc.

William Kearney
6858 South Plymouth Drive
Lantana Florida 33462

Sign:

William Kearney

Print:

William Kearney

Notary Public:

Sign:

Mark Richardson

Print:

MARK RICHARDSON

