

N05000008781

(Requestor's Name)

Carlos M. Malcolm
458 Seahorse Circle
Palm Bay, FL 32909

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

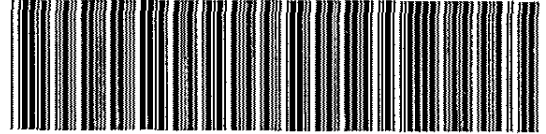
(Business Entity Name)

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05 AUG 21 PM 2:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

CB 8-25

August 22, 2005

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

RE: Filing For New Corporation

Please find attached the notarized copy of the Articles of Incorporation for BAK2BAY6, a Florida not for profit, corporation.

Please find attached the \$35.00 registered name fee and \$87.50 articles of incorporation filing fee for a total of \$122.50

Thank you for your attention.

Carlos Malcolm, President
BAK2BAY6 Corporation

ARTICLES OF INCORPORATION
OF
BAK2BAY6
A FLORIDA NOT FOR PROFIT CORPOFRATION

FILED
05 AUG 26 PM 2: 24,
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned person, acting as incorporator of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is Bak2Bay6, Corporation.

ARTICLE II

The corporation shall have perpetual duration.

ARTICLE III

The corporation is a not for profit corporation. The purpose for which the corporation is organized, is to operate for the advancement of education purposes as will qualify it as an exempt organization under Section 501(c) 3 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV

The corporation is organized upon a nonstock basis as defined in Section 617.011 of the Florida Statutes.

ARTICLE V

The street address of the initial registered office of the corporation is 458 Seahorse Circle SE, Palm Bay, Florida in the county of Brevard, State of Florida. The name of the initial registered agent is Carlos Malcolm. The address of the corporation's principal office and the registered agent's office address is one and the same, namely: 458 Seahorse Circle SE, City of Palm Bay, county of Brevard, State of Florida.

ARTICLE VI

The ownership of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be seven; provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named herein as the first board of directors shall hold office until the first meeting, to be held on August 19, 2005 at 458 Seahorse Circle, SE Palm Bay, Florida 32909 at which time an election of directors shall be held.

Directors shall be appointed, and at all times thereafter, shall serve for a term of two years, until the second annual meeting of members following the re-appointment of directors and until the qualification of the successors in office. Annual meetings shall be held at 2:00 P.M. on the second Saturday in August of each year at the principal office of the corporation, or at such other place or places as the board of directors may designate from time to time by resolution.

Any action required, or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if the majority of members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate, or other documents filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting, and that the articles of incorporation by-laws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and residential addresses of the persons who are to serve as the initial directors are:

<u>Name:</u>	<u>Residential Address:</u>
Ronald Malcolm	235 Awin Circle Palm Bay, Florida 32909
Dudley O. Cawley	2977 Triangle Road SE Palm Bay, Florida 32909
Linda McLachlan	1431 Denali Street Palm Bay, Florida 32909
Mary Ellen Pryor	2977 Triangle Road SE Palm Bay, Florida 32909
Valerie Malcolm	458 Seahorse Circle SE Palm Bay, FL 32909
Michele Williams	685 Seven Gables Circle Palm Bay, Florida 32909
Leighton Malcolm	10651 Mohave Court Moreno Valley, CA 92557

ARTICLE VII

The name and address of the incorporator is: Carlos Malcolm, 458 Seahorse Circle SE, Palm Bay, Florida 32909.

ARTICLE VIII

The board of directors shall elect the following officers: president, Vice President, Treasurer an Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

Carlos Malcolm 458 Seahorse Circle Palm Bay, Florida 32909	President
Dudley Cawley, Ph.D. 2977 Triangle Road Se Palm Bay, Florida 32909	Vice-President

Ronald Malcolm
235 Awin Circle
Palm Bay, Florida 32909

Treasurer

Mary Ellen Pryor
2977 Triangle Road SE
Palm Bay, Florida 32909

Secretary

ARTICLE IX

Subject to the limitations contained in the bylaws and any limitation set forth in the *Not For Profit Corporation Act of Florida* described above, concerning corporate action that must be authorized or approved by the corporation, the bylaws of this corporation may be altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

ARTICLE X

The property of this corporation is irrevocably dedicated to educational purposes and no part of the net income or assets of this corporation shall inure to the benefit of any director or officer thereof.

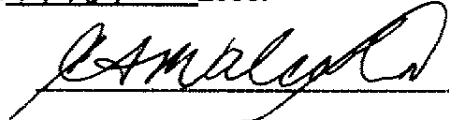
ARTICLE XI

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for educational purposes and which has established its tax exempt status under Section 501(c) (3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE XII

Amendments of these articles of incorporation may be proposed by a resolution adopted by the board of directors. Amendments may be adopted by a majority vote of the *Board of Directors* of the corporation.

I, the undersigned, being the incorporator of this corporation, for the purpose of forming this not for profit educational corporation under the Laws of Florida, have executed these articles of incorporation on this 22nd day of AUGUST 2005.

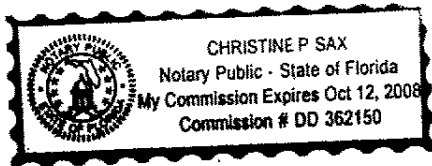


CARLOS MALCOLM

STATE OF FLORIDA)

COUNTY OF BREVARD)

The foregoing instrument was acknowledged before me this 22th day of August, 2005 by Carlos Malcolm, President, who is personally known to me/or has produced identification and did/did not take an oath. Florida Drivers License




NOTARY PUBLIC, STATE OF FLORIDA

CERTIFICATE OF REGISTERED AGENT
OF
BAK2BAY6 CORPORTION

FILED
05 AUG 24 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 617.0501 of the Florida Statutes, the following is submitted in compliance with said Act:

That the BAK2Bay6 corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicted in the Articles of Incorporation, at City of Palm Gay, County of Brevard, State of Florida has named Carlos Malcolm, located at 458 Seahorse Circle, City of Palm Bay, County of Brevard, State of Florida as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

DATED this 22nd day of AUGUST 2005.


CARLOS MALCOLM