

11-02-2005

07:48PM

FROM: GRAY ROBINSON

863-688-8771

T-8

001/011

F-122

N05000011207

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of the pages of the document.

((H05000251718 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : GRAY HARRIS ROBINSON LANE TROON
Account Number : I20000000092
Phone : (863)284-2200
Fax Number : (863)688-0310

FLORIDA NON-PROFIT CORPORATION

KALEIDOSCOPE, BUTTERFLIES IN FLIGHT, INC.

Certificate of Status	1
Certified Copy	1
Page Count	08

FILED

05 NOV -2 PM 1:02

FILED

05 NOV -2 PM 1:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CS. 11-1



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 27, 2005

GRAY HARRIS ROBINSON LANE

SUBJECT: KALEIDOSCOPE, BUTTERFLIES IN FLIGHT, INC.
REF: W05000048896

We have received your document for KALEIDOSCOPE, BUTTERFLIES IN FLIGHT, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
NEW FILINGS

FAX Aud. #: H05000251718
Letter Number: 605A00065084

**ARTICLES OF INCORPORATION
OF
KALEIDOSCOPE, BUTTERFLIES IN FLIGHT, INC.**
A Florida Not For Profit Corporation

FILED
05 NOV -2 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

These Articles of Incorporation are signed and acknowledged by the incorporator for the purpose of forming a Florida not for profit corporation on a non-stock basis under the provisions of the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes.

ARTICLE II: NAME AND ADDRESS

The name of this corporation is KALEIDOSCOPE, BUTTERFLIES IN FLIGHT, INC.
Its address is 826 Hanover Way, Lakeland, Florida 33813.

ARTICLE III: EFFECTIVE DATE

The effective date for these Articles of Incorporation is November 1, 2005.

ARTICLE IV: PURPOSES

The general purposes for which this corporation is organized are exclusively charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States tax code. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on

- (a) by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States tax code, or
- (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding provision of any future United States tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the corporation shall

H05000251718 3

be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

The corporation shall further function and operate as a Florida not for profit corporation specifically for the following purposes and with the following objectives:

To conduct fundraising activities to support the funding of CommonGround, a local municipal park for children of varying disabilities and other not for profit corporations.

ARTICLE V: POWERS

The corporation shall have the power to:

1. Have succession by its corporate name for the period set forth in its articles of incorporation.
2. Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
3. Adopt and use a common corporate seal and alter the same; provided, however, that such seal shall contain the words "corporation not for profit."
4. Elect or appoint such officers and agents as its affairs shall require.
5. Adopt, change, amend and repeal By-Laws, not inconsistent with law or its articles of incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.
6. Increase, by a unanimous vote of its directors cast as the By-Laws may direct, the number of its directors or officers so that the number shall not be less than three (3) but may be any number in excess thereof.
7. Make contacts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income.

H05000251718 3

8. Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by this chapter in any state, territory, district, or possession of the United States or any foreign country.
9. Purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.
10. Acquire, enjoy, utilize and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein.
11. Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property or assets.
12. Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of otherwise use and deal in and with, shares and other interest in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.
13. Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
14. Make donations for the public welfare or for religious, charitable, scientific, education, or other similar purposes.
15. Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.
16. Merge and consolidate with other corporations both for profit and not for profit, domestic and foreign, provided that the surviving corporation is a corporation not for profit.

ARTICLE VI: PROHIBITIONS AND REQUIREMENTS

At any time during which the corporation is a "private foundation" as defined in §509(a) of the Internal Revenue Code (the "Code"), it shall:

H06000251718 3

- (a) Not engage in any act of "self-dealing" as defined in code §4941(d);
- (b) Not retain any "excess business holdings", as defined in code §4943(c), which would give rise to any liability for tax imposed by Code §4943(c),
- (c) Not make any investment which would jeopardize the carrying out of any of its exempt purposes, with the meaning of Code §4944, so as to give rise to any liability for tax impose by Code §4944(a);
- (d) Not make any "taxable expenditures" as defined in Code §4945(d), which would give rise to any liability for tax imposed by Code §4945(a);
- (e) During the period it is a "private foundation" as defined in code §509, the corporation shall distribute, for the purpose specified in its articles of organization for each taxable year, amounts at least sufficient to avoid liability for tax impose by Code §4942(a).

ARTICLE VII: SCOPE OF OPERATIONS

The territory in which the operations of the corporation are principally to be conducted is the United States of America and its possessions.

ARTICLE VIII: COMPENSATION AND DISTRIBUTION OF ASSETS ON DISSOLUTION

No officer or member of the board of directors of the corporation shall receive or be lawfully entitles to receive any pecuniary profit from the operation of the corporation, except actual expenses to or on behalf of said corporation, if authorized by the board of directors. Additionally, the board of directors may fix the amount of compensation to be paid to any officer or member of the board of directors.

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or the corresponding section of any further United States 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 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 such court shall determine, which are organized and operated exclusively for such purposes.

H05000251718 3

ARTICLE IX: LOCATION AND RESIDENT AGENT

The location of the corporation is in the City of Lakeland, State of Florida. Its principal office shall be located at 826 Hanover Way, Lakeland, Florida 33813. The name and address of its initial Resident Agent and its Registered Office in Florida is Janet M. Stuart, One Lake Morton Drive, Lakeland, Florida 33801.

ARTICLE X: STOCKS

This corporation is organized on a non-stock basis.

ARTICLE XI: INCORPORATOR

The name and mailing address of the incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Janet M. Stuart	One Lake Morton Drive Lakeland, Florida 33801

The incorporator of these Articles of Incorporation hereby assigns to this corporation any and all of her rights to constitute a corporation.

ARTICLE XII: MEMBERSHIP

The organization will not have any members with the exception of the Officers and Board of Directors.

ARTICLE XIII: OFFICERS

- (a) The officers of this organization shall consist of a President, Vice President, Secretary, and Treasurer and such other officers as may be provided for in the By-Laws adopted by the corporation and as amended from time to time.
- (b) The names of the persons who are to serve as officers of the corporation until the 2006 annual meeting of the Board of Directors in accordance with the By-Laws are:

President	Donna Bhisitkul
Vice President/Secretary	Linda Rice
Treasurer	Beth Diacon

- (c) The officers shall be elected as provided for in the By-Laws adopted by the corporation and as amended from time to time.

ARTICLE IV: BOARD OF DIRECTORS

The business affairs of this corporation shall be managed by the board of directors. This corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time in accordance with the By-Laws.

- (a) Members of the board of directors shall be elected and hold office in accordance with the By-Laws.
- (b) The names and addresses of those who are to serve as the initial directors until replaced during an annual meeting of the Board of Directors, are:

Donna Bhisitkul	826 Hanover Way Lakeland, FL 33813
Linda Rice	1242 Scottsland Drive Lakeland, FL 33813
Beth Diacon	1522 Del Crest Place Lakeland, FL 33803

ARTICLE XV: AMENDMENT OF BY-LAWS

- (a) The directors of this corporation may provide such By-Laws for the conduct of its business and carrying out of its purposes as they may deem necessary from time to time.
- (b) The By-Laws may be amended as set forth in such By-Laws.

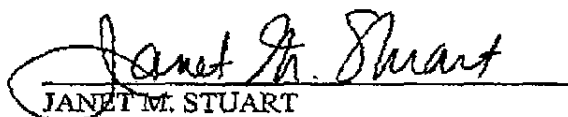
ARTICLE XVI: AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in accordance with Florida law in effect at the time. The procedure to amend articles of incorporation is currently set out in Florida Statutes §617.017.

ARTICLE XVII: EXISTENCE

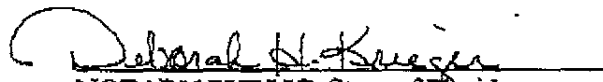
This corporation is to exist perpetually beginning with the execution of these Articles of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2nd day of November, 2005, but effective on November 1, 2005.

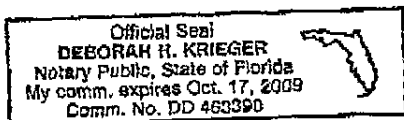

JANET M. STUART

STATE OF FLORIDA
COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 2nd day of November, 2005, by Janet M. Stuart, who is personally known to me.


NOTARY PUBLIC, State of Florida
Print name: _____
My commission expires: _____

(AFFIX NOTARY SEAL)



ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, HEREBY ACCEPTS THE APPOINTMENT AS SUCH REGISTERED AGENT AND AGREED TO ACT IN THIS CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF THE UNDERSIGNED'S DUTIES. THE UNDERSIGNED FURTHER CERTIFIES THAT THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF SUCH POSITION AS REGISTERED AGENT.

Dated this 2nd day of November, 2005.


Janet M. Stuart, Registered Agent

FILED
05 NOV -2 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA