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NISI LAW FIRM
A Professional Association

Reply to:

Ginny Long, Legal Assistant
2003 Lake Howell Lane, Suite 101
Maitland, Florida 32751

Telephone: (407) 622-2550
Facsimile: (407) 622-2556
Internet: nisilawfirm@cfl.rr.com

November 7, 2005

VIA: Federal Express
7902 1256 1675

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee FL 323301

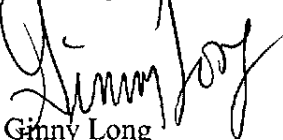
RE: The Tuttle Education Foundation, Inc.

Dear Representative:

Enclosed is an original and one (1) copy of the Articles of Incorporation and a Certificate of Acceptance as Registered Agent for service of process within this state for the above-referenced corporation. A check in the amount of \$78.75 which covers the \$35.00 filing fee, \$8.75 for a certified copy of Certificate of Incorporation and \$35.00 for designation of registered agent is enclosed.

Please endorse your approval of the Articles of Incorporation on the duplicate copy and return them to me in the enclosed addressed Federal Express package. Feel free to call if you have any questions. Thanks again.

Sincerely,



Ginny Long
Legal Assistant

Enclosures

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**ARTICLES OF INCORPORATION
THE TUTTLE EDUCATION FOUNDATION, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby associate themselves to form a corporation for scientific, educational and charitable purposes under the provisions of Chapter 617 of the Florida Statutes, and for such purposes they adopt the following Articles of Inc.

ARTICLE I

CORPORATE NAME AND DURATION

1. The name of the corporation shall be The Tuttle Education Foundation Inc., by which it may sue and be sued, contract and be contracted with and employ a corporate seal. The Tuttle Education Foundation Inc., is hereinafter be referred to as the "Foundation".

2. The corporate existence of this corporation shall begin on the date the Certificate of Incorporation is issued by the Secretary of State of Florida and shall continue perpetually thereafter unless dissolved as provided by law.

3. The initial principal office and place of business of the corporation shall be located at 1262 Camberly Court, Lake Mary, Florida 32746 although the corporation may maintain an office elsewhere.

ARTICLE II

OBJECT

The Tuttle Education Foundation Inc., is an independent not for profit organization whose corporate purpose is to focus the private sector upon enhancing the quality of and support for public education.

The purpose of the Foundation is to receive, hold invest and administer property and to make expenditures to or for the benefit of public postsecondary education in this state in the form of money, and other forms of property and services to promote education and other related activities, including provisions of scholarships, to encourage research learning and dissemination of information.

The purpose for which The Tuttle Education Foundation Inc., is organized are exclusively charitable, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law.

Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization under Section 237.40 Florida Statutes, as amended.

ARTICLE III

POWERS

1. To solicit receive, and hold by gift bequest, devise, grant, and to acquire by purchase, lease, exchange or otherwise property, both real and personal, either as absolute owner or as trustee thereof and to manage and administer the same.

2. To act and perform the duties of trustee or to act in any other fiduciary capacity under any deed or trust, will, codicil, agreement, whether oral or written or other instrument incidental to and for the purpose of carrying out any lawful purpose of the foundation and to obligate itself to perform and execute any and all such conditions or tests.

3. To make contributions, grants, gifts, and transfers of property both real and personal, either outright or in trust, to or for the promotion of education and other related activities, including provisions of scholarships and for the benefit of organizations which are tax exempt organizations under the provisions of Section 501(c)(3) of the Internal Revenue Code of the United States of America, or ads amendatory thereof or supplementary thereto.

4. In general to do and perform all things necessary and to have all powers necessary as provided under Chapter 617 of the Florida statues, needful or desirable to encourage, promote and provide with funds obtained, opportunities to serve the needs of citizens residing primarily in the State of Florida. The Board of Directors of the Foundation shall have full power to modify the conditions and regulations under which any funds received shall be spent so as to secure the application of the funds in the best manner adapted to the conditions of the time and to the needs, provided, however, that the transactions of the corporation shall at all times be related to the general purposes included in previous sections.

5. No substantial part of the corporation shall be for carrying on propaganda or otherwise attempting to influence legislation; nor shall the corporation participate in, or intervene in, including the publishing or distribution of statements, any political campaign on behalf of any candidate for public office, nor shall this corporation engage in any transactions, accumulations of funds, or any other abilities prohibited to tax exempt charitable, scientific and education organizations at that time by the Internal Revenue laws and other laws of the United States of America, or any laws of the State of Florida or any other state or county where such activities of this corporation are conducted activities of this

6. No part of the net earnings of this corporation shall inure to the benefit of any director, officer or private individual except as reasonable compensation for services rendered, goods received, and other property or valuable thing which may be acquired by the corporation for the accomplishment of its purposes. No dividend shall ever be declared or paid by this corporation.

7. The identity of donors and all information identifying donors and prospective donors are exempt for the provisions of Chapter 119, pursuant to Section 237.40(4), Florida Statutes.

ARTICLE IV

MEMBERS

The membership of the corporation shall be no less than three (3), nor more than eleven (11) and the original incorporators shall choose the first members. Existing members shall elect other members and shall fill vacancies caused by deaths, resignations, or other causes.

ARTICLE V

INCORPORATORS

The names and places of residence of the subscribers and incorporators who are to serve as the initial directors are as follows:

Edgar Tuttle, 1262 Camberly Court, Lake Mary, Florida 32746

Mara Tuttle, 1262 Camberly Court, Lake Mary, Florida 32746

Elaine Colucci, 1194 Chantry Place, Heathrow, Florida 32746

ARTICLE VI

BOARD OF DIRECTORS

1. The affairs and business of the corporation shall be conducted by a Board of Directors of the Foundation composed of not fewer than three (3) nor more than eleven (11) members, the exact number of which shall be fixed by the Board of Directors of the Foundation one of whom shall be elected Chairman and another Vice Chairman. A President, Vice President, and Treasurer shall also be elected by the Board of Directors. A Secretary shall be approved by the Board of Directors of the Foundation.

The first Board of Directors of the Foundation shall be elected by the incorporators of the corporation at a meeting to be held within six months of the date of these Articles of Incorporation at such time and place and in such a manner as may be directed by the Chairman and the temporary Board of Directors of the Foundation and annually thereafter in accordance with the provisions set out in the by-laws. In the event of a vacancy on the Board of Directors of the Foundation by reason of death, resignation or termination, the Board of Directors of the Foundation shall be authorized to fill such vacancy.

2. The Board of Directors of the Foundation shall establish an Executive Committee.
3. No less than annually the corporation shall meet and review its goals.

ARTICLE VII

INITIAL MEMBERS

The names of members of the Board of Directors of The Tuttle Education Foundation Inc., and of the officers of the corporation who shall manage the business of this corporation until the first election is held and the positions are filled are identified in Article V.

ARTICLE VIII

BY-LAWS

The by-laws of the corporation shall be made, altered or rescinded by a majority vote of the Board of Directors of the Foundation.

ARTICLE IX

AMENDMENTS TO ARTICLES

These Articles of Inc. can be amended by the Directors at the regular Annual meeting or at a special Board meeting called for that purpose. Such action shall be effected upon filing same with the Secretary of State of the State of Florida, or as otherwise provided by law.

ARTICLE X

INDEMINIFCATION OF DIRECTORS AND OFFICERS

Every person who is or has been a Director or Officer of this corporation shall be indemnified and held harmless by the corporation from and against all costs and expenses, which may be imposed upon or reasonably incurred by him in connection with or arising out of any claims action, suit or proceeding in which he may be involved by reason of his being or having been a director or officer at the time such costs and expenses are imposed or incurred. As used herein, the term "costs and expenses" shall include, but shall not be limited to attorneys' fees and amounts of judgments against and amounts paid in settlement by or on behalf of any such director or officer, other than amounts paid to the corporation itself provided, however, that no such director or officer shall be so indemnified: (1) with respect to any matter as to which such director or officer shall, in any such action suit or proceeding be finally adjudged to be liable for actual misconduct in their performance of his duties as a director or officer; or (2) in the event of

a settlement of any such claim, actions suit or proceeding, unless (a) such settlement shall, with the knowledge of the indemnification provided for hereby, be approved by the court having jurisdiction of such action, suit or proceeding, or (b) such settlement shall have been made upon the written opinion of independent legal counsel, selected by or in a manner determined by the Board of Directors, to the effect that there is no reasonable ground of liability for misconduct on the part of such director or officer and that the entire cost of such settlement will not substantially exceed the estimated cost of defending such claim, action, suit or proceeding to a final conclusion. The foregoing rights of indemnification shall not be exclusive of other rights to which any such officer or director may be entitled who is or has been a director or officer of this corporation as a matter of law.

ARTICLE XI

CAPITAL STOCK

The Foundation shall have no capital stock and no Director or Officer shall have any right or title to any asset of the Foundation.

ARTICLE XII

EXEMPTION OF MEMBERS, DIRECTORS, AND OFFICERS FROM PERSONAL LIABILITY

The private property of all Members, Directors, and Officers of this corporation shall be wholly exempt from liability for any and all debts, obligations and liabilities of this corporation.

ARTICLE XIII

NON-DISCRIMINATION

No person shall; on the basis of race, color, sex, national origin, marital status, handicap, age or religion; be excluded from participation in, be denied the benefits of, or be subjected to discrimination under any program, activity, employment condition or practice conducted by this corporation, except as provided by law.

ARTICLE XIV

DISSOLUTION

1. The Board of Directors shall have the irrevocable power and authority by majority vote at any regular called or special meeting of said Board to unilaterally cause the dissolution of this corporation in accordance with Section 617, Florida Statutes.
2. Upon the dissolution of the Foundation, all of its assets remaining after payments of all costs and expenses of such dissolution of the Foundation, all of its assets remaining after payments of all costs and expenses of such dissolution shall be distributed to an organization which qualifies as a tax-exempt organization under the provisions of Section 501(c)(3) of the Internal Revenue Code of the United States of America or acts amendatory to thereof or supplementary thereto such assets to be used exclusively in keeping with the goals and purposes of The Tuttle Education Foundation Inc., as stated in Article II of this document. Upon dissolution of the Foundation, none of the assets shall be distributed to any member, Director, or Officer of the Foundation.

IN WITNESS WHEREOF, witness our hands this 19 day of October, 2005.

Witnesses

Michael A. Dibble
Michael A. Dibble

Edgar Tuttle
Edgar Tuttle

Michael A. Dibble
Michael A. Dibble

Mara Tuttle
Mara Tuttle

Michael A. Dibble
Michael A. Dibble

Elaine Colucci
Elaine Colucci

STATE OF FLORIDA
COUNTY OF Seminole

I hereby certify that on this day before me, a Notary Public duly authorized to take acknowledgments, personally appeared Edgar Tuttle to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation.

Witness my hand and official seal this 19 day of October 2005.

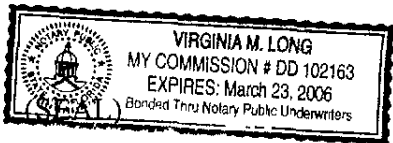


Virginia M Long
Notary Signature

STATE OF FLORIDA
COUNTY OF Seminole

I hereby certify that on this day before me, a Notary Public duly authorized to take acknowledgments, personally appeared Mara Tuttle to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she subscribed to those Articles of Incorporation.

Witness my hand and official seal this 19 day of October 2005.

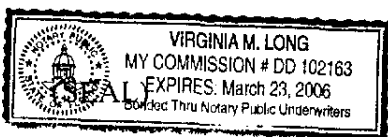


Virginia M Long
Notary Signature

STATE OF FLORIDA
COUNTY OF Seminole

I hereby certify that on this day before me, a Notary Public duly authorized to take acknowledgments, personally appeared Elaine Colucci to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she subscribed to those Articles of Incorporation.

Witness my hand and official seal this 19 day of October 2005.



Virginia M Long
Notary Signature

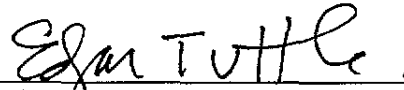
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DESIGNATION OF REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Be it known that Nisi Law Firm, P.A. is hereby designated as the registered agent for The Tuttle Education Foundation, Inc. The registered office is located at 2003 Lake Howell Lane, Maitland, Florida 32751.



Edgar Tuttle, Chairman

Date: 10/19/05

The undersigned, Frank P. Nisi, Jr. of Nisi Law Firm, P.A., accepts the above designation to serve as the registered agent for The Tuttle Education Foundation, Inc.



Signature of Registered Agent

10/17/05

Date