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COVER LETTER

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

SUBJECT: Tax Code Software Foundation, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☒ ~~\$78.75~~ *Ignore*
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Richard L Braham
Name (Printed or typed)

19752 W Riverside Drive
Address

Tequesta, FL 33469
City, State & Zip

561 748-4002
Daytime Telephone number

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

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

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ARTICLE I NAME

The name of the corporation shall be: Tax Code Software Foundation, Inc

ARTICLE II PRINCIPAL OFFICE

19752 N Riverside Drive
Tequesta, FL 33469

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Tax Code Software Foundation, Inc is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The charitable purpose of Tax Code Software Foundation, Inc. is to lessen the burdens of government and reduce the complexity and the expense of the tax preparation and e-filing for all persons who prepare taxes for themselves or on behalf of another person, by creating open-source, public access, royalty free tax preparation and e-file software. The benefits of such software inure to the entire tax administration system by ensuring tax software is accurate, secure, publicly accessible, and fair.

ARTICLE IV MANNER OF ELECTION

The business of this organization shall be managed by a Board of Directors consisting of 3 members, together with the officers of this organization. At least one of the directors elected shall be a resident of the State of Florida and a citizen of the United States.

The directors to be chosen for the ensuing year shall be chosen at the annual meeting of this organization in the same manner and style as the officers of this organization and they shall serve for a term of 5 years.

The Board of Directors shall have the control and management of the affairs and business of this organization. Such Board of Directors shall only act in the name of the organization when it shall be regularly convened by its chairman after due notice to all the directors of such meeting.

Sixty-Six (66%) percent of the members of the Board of Directors shall constitute a quorum and the meetings of the Board of Directors shall be held regularly on the April 20th.

Each director shall have one vote and such voting may not be done by proxy.

The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.

Vacancies in the Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the year.

The President of the organization by virtue of his office shall be Chairman of the Board of Directors.

The Board of Directors shall select from one of their members a secretary.

A director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any director. A director may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules for this hearing as it may in its discretion consider necessary for the best interests of the organization.

ARTICLE V INITIAL DIRECTORS

The names and addresses of the persons who are the initial directors of the corporation are as follows:

Richard L Braman, Jr. CPA
19752 N Riverside Drive
Tequesta, FL 33469

Richard L Braman, Enrolled Agent Emeritus
6719 NW 58th Street
Tamarac, FL 33321

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

Richard L Braman, Jr. CPA
19752 N Riverside Drive
Tequesta, FL 33469

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

.....
Richard L Braman, Jr. CPA
19752 N Riverside Drive
Tequesta, FL 33469
.....

ARTICLE VIII RESTRICTIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for

services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. 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. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal 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 section of any future federal tax code.

If reference to federal law in articles of incorporation imposes a limitation that is invalid in your state, you may wish to substitute the following for the last sentence of the preceding paragraph: "Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation."

ARTICLE IX DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed 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

Having been named as 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.

Richard L. B.

Signature/Registered Agent

Date 11-28-2005

Richard L. B.

Signature/Incorporator

Date 11-28-2005

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