

NO6000009138

(Requestor's Name)

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08/28/06--01043--007 **78.75

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2006 AUG 28 AM 11:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
BE REAL, INC.
(A Florida Not-For-Profit Corporation)**

ARTICLE I – NAME

The name of the Corporation shall be Be Real, Inc. (“Corporation”).

ARTICLE II – PRINCIPAL OFFICE

The principal place of the business and mailing of the Corporation shall be 423 W. Columbia Avenue, Orlando, Florida 32806.

ARTICLE III – PURPOSE

The Corporation is incorporated under Florida Statutes, Chapter 617. The Corporation is organized and shall be operated exclusively as an educational and charitable organization within the meaning of Section 501©(3) of the Internal Revenue Code of 1986, as amended, and not for pecuniary profit. More specifically, the Corporation is organized and shall be operated exclusively to carry out the following purposes:

- (a) To raise community awareness, lend support and provide resources for gay, lesbian, bisexual, and transgendered “GLBT” youth and their families in order to create safe places to work, learn, live and thrive.
- (b) To engage in such other activities in furtherance and support of the foregoing purposes as are lawful and proper for corporations formed under Florida Statutes, Chapter 617 and Section 501©(3) of the Internal Revenue Code.

ARTICLE IV – MANNER OF ELECTION

The affairs of the Corporation shall be managed by a Board of Directors. The number of directors shall initially be seven. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be less than three. The manner of election of members of the Board of Directors shall be regulated by the Bylaws of the Corporation.

ARTICLE V – INITIAL DIRECTORS

The names and addresses of the persons who shall serve as the initial members of the Board of Directors of the Corporation are as follows:

Amy Ellis, Chairperson

5014 Log Wagon Road
Ocoee, Florida 34761

Maggie Anderson, Vice Chairperson
5019 Lake Howell Road
Winter Park, Florida 32792

Tom Jaeger, Secretary/Treasurer
1701 Oakmont Lane
Orlando, Florida 32804

Stephanie Possell
423 W. Columbia Avenue
Orlando, Florida 32806

Gary Lambert
1471 Mizel Avenue
Winter Park, Florida 32789

Susan Englemeier
1986 Tournament Drive
Apopka, Florida 32712

Shawn Hunt
1471 Mizel Avenue
Winter Park, Florida 32789

ARTICLE VI – OFFICERS

The affairs of the Corporation shall be carried out by a Chairperson, Vice Chairperson, and Secretary/Treasurer, and such other officers as may be appointed by the Board of Directors in accordance with the Bylaws of the Corporation. The names and addresses of the initial officers are as follows:

Amy Ellis, Chairperson
5014 Log Wagon Road
Ocoee, Florida 34761

Maggie Anderson, Vice Chairperson
5019 Lake Howell Road
Winter Park, Florida 32792

Tom Jaeger, Secretary/Treasurer

1701 Oakmont Lane
Orlando, Florida 32804

ARTICLE VII – INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

Maggie Anderson
5019 Lake Howell Road
Winter Park, Florida 32792

ARTICLE VIII – INCORPORATOR

The name and street address of the Incorporator for these Articles of Incorporation is:

Maggie Anderson
5019 Lake Howell Road
Winter Park, Florida 32792


ARTICLE IX – DISSOLUTION

Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501©(3) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws, as selected by the Board of Directors.

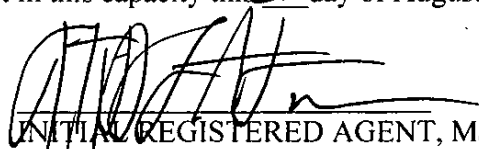
ARTICLE X – LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, except to work for the enactment of laws to advance the common business interests of the organization's members, and the Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under the current Section 501©(6) of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 22 day of August, 2006.


INCORPORATOR, Maggie Anderson

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 this 22 day of August, 2006.


INITIAL REGISTERED AGENT, Maggie
Anderson