

NO6000009771

(Requestor's Name)

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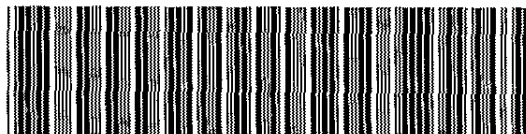
(Business Entity Name)

(Document Number)

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EFFECTIVE DATE
9-15-06

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DIVISION OF CORPORATIONS
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SECRETARY OF STATE

B. McKnight SEP 18 2006

COVER LETTER

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

SUBJECT: Acton Up With Downs, 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
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Rebecca Stanford
Name (Printed or typed)

PO Box 19076
Address

Panama City Beach, FL 32417
City, State & Zip

850.235.2018
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)

ARTICLE I: NAME

The name of the corporation shall be: Acton Up With Downs, Inc.

EFFECTIVE DATE

9-15-06

ARTICLE II: TERM OF EXISTENCE

The period of duration of this corporation is perpetual.

ARTICLE III: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

PO Box 19076, Panama City Beach, FL 32417 mailing
725 Gulfview Dr., Panama City Beach, FL 32413 Principal

ARTICLE IV: PURPOSES

The purposes for which Acton Up With Downs, Inc. is organized for are:

1. Provide information in Bay County Hospitals for new families of Down Syndrome babies.
2. Provide welcome packets to new families moving into our area through the local chamber of commerce, schools, military installations, and state and local service providers' community wide.
3. Have quarterly meetings and provide child care for families to participate in a support group setting. We would like to utilize the support group to give families and individuals an outlet to network with other families and individuals with Down Syndrome, host events for people with Down Syndrome, and stay aware of the changing needs of families and people with Down Syndrome in Bay County.
4. Provide information for transitioning families and individuals into the school system by training on IDEA (Individuals with Disabilities Education Act) and helping to strengthen partnerships between parents and teachers, therapist, school administrators, etc. who are involved with ensuring appropriate education of children with Down Syndrome for them to reach their potential at all stages of their lives. In addition, we would like to provide workshops on how to develop effective IEP's and determine appropriate goals for children to meet parent's realistic short term and long term goals for their children.
5. Provide information for families and individuals exiting the school system on agencies which can help with job training and job placement.
6. Provide scholarships for families to attend educational and informative conferences, workshops, and seminars relating to issues pertinent to furthering awareness, avocation,

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TALLAHASSEE, FLORIDA

acceptance, and inclusion of people with Down Syndrome, as well as, possible respite care for children so parents can attend.

7. Bring informative and educational seminars into Bay County to allow parents and professionals easier access to issues that would further awareness, avocation, acceptance, and inclusion of people with Down Syndrome.
8. To become a central information point for families and individuals with Down Syndrome of all ages in Bay County.

ARTICLE V: MEMBERS

Any individual with an interest in the purposes of the corporation shall be eligible for membership in accordance with the by-laws and rules and regulations in effect from time to time. There shall be no limit on the number of members. The by-laws of the corporation may provide for other classes of membership and the Board of Directors may also from time to time prescribe other classes of membership and also prescribe rights, privileges and duties of members, associates or other such classes as may from time be established.

ARTICLE VI: BOARD OF DIRECTORS

The internal affairs of the corporation shall be managed by a Board of Directors consisting of no more than 5 individuals. The manner of election or appointment of directors, their terms of office, and all other provisions regarding the regulation of the affairs of the corporation shall be set forth in the Bylaws. The initial Board of directors, whose members are to serve until successor or additional members of the Board of Directors are elected or appointed pursuant to the Bylaws, shall consist of 3 directors whose names and addresses are:

Joyce Long, 233 Woodlawn Drive, Panama City Beach, FL 32407
Rebecca Stanford, 725 Gulfview Drive, Panama City Beach, FL 32413
Elaine Pfneisel, 717 Gulfview Drive, Panama City Beach, FL 32413

ARTICLE VII: NOT FOR PROFIT CORPORATION

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 IV 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. 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 VIII: INITIAL REGISTERED AGENT

The name and address of the initial registered agent is:
Rebecca Stanford, 725 Gulfview Drive, Panama City Beach, FL 32413

ARTICLE IX: INCORPORATOR

The name and address of the incorporator is:
Rebecca Stanford, 725 Gulfview Drive, Panama City Beach, FL 32413

ARTICLE X: INDEMNIFICATION

Private property of the incorporators, directors, or officers, of the corporation shall not be subject to the payment of any corporate debts, liabilities or obligations. To the fullest extent permitted by the law of the State of Florida, the corporation shall indemnify any director or officer or the corporation for any liability arising by virtue of such directors or officers position or former position with the corporation.

ARTICLE XI: DISOLUTION

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.

ARTICLE XII: EFFECTIVE DATE

The incorporation of Acton Up With Downs, Inc. shall become effective September 15, 2006.

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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.

Rebecca Stanford
Signature/Registered Agent

9/18/06
Date

Rebecca Stanford
Signature/Incorporator

9/18/06
Date

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TALLAHASSEE, FLORIDA