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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers OCT 26 2006

COVER LETTER

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

SUBJECT: Saberalo, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of
Status

ADDITIONAL COPY REQUIRED

FROM: Ellison, Martin & Associates, Inc.
Name (Printed or typed)

1022 Lakeland Hills Blvd.
Address

Lakeland, FL 33805
City, State & Zip

(863) 273-0806
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

**ARTICLES OF INCORPORATION
OF
SABERALA, INC.**

The undersigned, desiring to form a corporation not for profit under Chapter 617 of the Florida Statutes, do ordain and establish these Articles of Incorporation.

ARTICLE. I

The name of the corporation is **SABERALA, INC.**

ARTICLE. II

The street address of the principal office of the corporation is 2150 Magnolia Street
City of Bartow, Florida 33830. County of Polk

ARTICLE. III

The purpose of Saberal, Inc. is to educate, train and assist the development of entrepreneurial, technical and cultural skills need to enhance the future of our youth.

ARTICLE. IV

The initial members of the corporation shall consist of those persons who, on the date of the existence of the corporation commences, are members in good standing of the Saberal, Florida, an unincorporated association and such other persons as the members of the corporation shall from time to time elect. The bylaws of the corporation shall prescribe the qualifications for membership and the manner in which membership in the corporation may be terminated. The bylaws shall also set out the basis for establishing a member in good standing. The number of members of the corporation, present in person that shall constitute a quorum for the transaction of business at any annual, regular, or special meeting of the members of the corporation shall be specified by the bylaws.

ARTICLE. V

Section 1. Except as otherwise provided in these Articles of Incorporation, all corporate powers must be exercised by or under the authority of and the affairs of the corporation and managed under the direction of the Board of Trustees. The Board of Trustees shall be elected by the members of the corporation. The number of trustees shall be fixed by the bylaws of the corporation, but shall not be less than three (3) nor more than thirteen (13). The Chairman, Vice Chairman, Secretary/Clerk, Treasurer and Financial Secretary shall be members of the Board of Trustees of the corporation. As soon as the trustees shall be assembled in office as a consequence of the first election of trustees, the trustees (other than those persons who hold office as trustee by virtue of service as Chairman, Vice Chairman, Secretary/Clerk, Treasurer) shall be divided, as equally as may be, into two classes. The terms of the trustees of the first class shall expire at the end of the first year. The terms of the trustees of the second class shall expire at the end of the second year so that at least three of the trustees shall be chosen each year. The Board of Trustees shall elect one of its members as Chairman. The Chairman of the Board of Trustees shall be the principal executive officer of the corporation shall preside at meetings of the Board of Trustees, and shall, when duly authorized by the Board of Trustees,.

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execute and deliver written instruments and documents on behalf of the corporation. The Chairman of the Board of Trustees shall have such other duties as may be prescribed by the bylaws of the corporation or by resolution of the Board of Trustees not inconsistent with the bylaws. A majority of the members of the Board of Trustees, present in person, shall constitute a quorum for the transaction of business at any annual, regular, or special meeting of the Board of Trustees.

Section 2. Except as limited by these Articles of Incorporation the Bylaws or any applicable provision of law, the Board of Trustees shall have all the powers and duties of the Board of Directors of the Florida Corporation Not For Profit.

Section 3. The Board of Trustees initially shall consist of five (5) persons, and the names and addresses of the initial members of the Board of Trustees are as follows:

1. President/Chairman Jimmy Lewis 2150 Magnolia Street Bartow, Florida 33830.
2. Vice President/Vice Chairman Loumis Taylor 2150 Magnolia Street Bartow, Florida 33830.
3. Secretary/Trustee Portia Lewis 2150 Magnolia Street Bartow, Florida 33830.
4. Treasurer/Trustee Anthony Taylor 2150 Magnolia Street Bartow, Florida 33830.

ARTICLE. VI

The officers of the corporation shall consist of the Chairman, Vice Chairman, Secretary/Clerk and Financial Secretary. The Board of Trustees shall nominate, and by and with the advice and consent of the members of the corporation, shall appoint the officers of the corporation for terms of one year. The officer shall have such powers and duties as shall be prescribed by the bylaws of the corporation or by resolution of the Board of Trustees not inconsistent with the bylaws.

ARTICLE. VII

Section 1. Amendments to these articles of incorporation must be made in the following manner: The Board of Trustees must adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote a meeting of members, which may be either an annual or special meeting. Written notice setting forth the proposed amendment or a summary of the changes to be effected by the amendment must be given to each member. The proposed amendment shall be adopted upon receiving the present at an annual or special meeting of the membership of the corporation.

Section 2. Any plan of merger with another non profit entity must be adopted in the following manner: The Board of Trustees must adopt a resolution approving the proposed plan and directing that it be submitted to a vote at a meeting of members, which may be either an annual or special meeting. Written notice setting forth the proposed plan or a summary thereof must be given to each member. The proposed plan shall be adopted upon receiving the affirmative vote of at least a majority of the entire membership of the corporation.

Section 3. A sale, lease, exchange, or other disposition of all or substantially all of the property and assets of the corporation, may be made upon such terms and conditions and for such consideration, which may consist in whole or in part of money or property, real or personal, including shares, bonds, or other securities of any corporation or corporations for profits, domestic or foreign, and must be authorized in the following manner: The Board of Trustees must adopt a resolution approving such sale, lease, exchange, or other disposition, and directing that it be submitted to a vote at a meeting of members, which may be either annual or a special meeting. Written notice stating that the purpose, or one of the purposes, of such meeting is to consider sale, lease, exchange, or other disposition of all or substantially all of the property and assets of the corporation must be given to each member. At such meeting, the members may authorize such sale, lease, exchange or other disposition any may approve, fix or may authorize the Board of Trustees to fix any or all of the terms and conditions thereof and the consideration to be received by the corporation. Therefore, such authorization requires the affirmative vote of at least a majority of the entire membership of the corporation.

Section 4. If the corporation desires to dissolve and wind up its affairs, it must adopt a resolution to dissolve in the following manner: The Board of Trustees must adopt a resolution recommending that the corporation be dissolved and directing that the question of such dissolution be submitted to a vote at a meeting of members, which may be either an annual or special meeting. Written notice stating that the purpose or one of the purposes, of such meeting is to consider the advisability of dissolving the corporation must be given to each member. A resolution to dissolve the corporation shall be adopted upon receiving the affirmative vote of at least a majority of the entire membership of the corporation.

ARTICLE. VIII

The Street address of the corporation's initial registered office is 1022 Lakeland Hills Blvd., Lakeland, Fl. 33805 and the name of its initial registered agent at that address is: Ellison, Martin & Associates, Inc.

ARTICLE. IX

The name and address of the incorporator of the corporation are as follows:

1. Jimmy Lewis 2150 Magnolia Street Bartow, Florida 33830.

ARTICLE. X

(a) No part of the net earnings of the corporation shall inure for the benefit of any member, trustee, or officer of the corporation, nor to the benefit of any private individual,

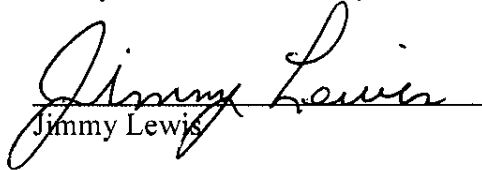
(b) The corporation shall have no power to engage in any act or activity prohibited to corporations which are exempt upon federal income taxation under Section 501 (c) (3) of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future Internal Revenue Code.

(c) In the event of the dissolution of this corporation, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future Internal Revenue Code, or to the federal or to the state or local government for public purposes exclusively.

ARTICLE. XI

The initial bylaws of the corporation shall be adopted by a majority of the members of the Board of Trustees of the corporation. The bylaws shall not thereafter be amended except upon the affirmative vote of at least a majority of the members present at an annual or special meeting of the membership of the corporation.

IN TESTIMONY WHEREOF, the undersigned incorporator has signed these Articles of Incorporation this 14th day of October, 2006.


Jimmy Lewis

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, Allen L. Ellison having been named to serve as Registered Agent of Saberala, Inc., do hereby accept such office and agree to conduct myself therein according to law. I am familiar with, and accept, the obligation of such office.



President



Ellison, Martin & Associates, Inc.
1022 Lakeland Hills Blvd.
Suite 4
Lakeland, Florida 33805

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