

N06 000011405

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200081031272

11/01/06--01020--003 **70.00

RECEIVED
06 NOV - 1 AM 11:02
FILED
06 NOV - 1 AM 10:57
THE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers NOV 02 2006

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*Children's Health Education
Foundation, Inc.*

Signature _____

Requested by: WC

Name _____

Date 10/1

Time 11:00

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

_____ LTD Partnership File _____

_____ Foreign Corp. File _____

_____ L.C. File _____

_____ Fictitious Name File _____

_____ Trade/Service Mark _____

_____ Merger File _____

_____ Art. of Amend. File _____

_____ RA Resignation _____

_____ Dissolution / Withdrawal _____

_____ Annual Report / Reinstatement _____

_____ Cert. Copy _____

☒ Photo Copy _____

_____ Certificate of Good Standing _____

_____ Certificate of Status _____

_____ Certificate of Fictitious Name _____

_____ Corp Record Search _____

_____ Officer Search _____

_____ Fictitious Search _____

_____ Fictitious Owner Search _____

_____ Vehicle Search _____

_____ Driving Record _____

_____ UCC 1 or 3 File _____

_____ UCC 11 Search _____

_____ UCC 11 Retrieval _____

_____ Courier _____

FILED
06 NOV - 1 AM 10:57
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**ARTICLES OF INCORPORATION
FOR
CHILDREN'S HEALTH EDUCATION FOUNDATION, INC.**

The undersigned, acting as incorporator(s) of a Corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the Corporation shall be: CHILDREN'S HEALTH EDUCATION FOUNDATION, INC.

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this Corporation shall be: 416 ARUBA WAY, NICEVILLE, FLORIDA 32571.

ARTICLE III PURPOSE(S)

The purposes for which the Corporation is formed are:

(a) The Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and, more specifically, to receive and administer funds for such charitable and educational purposes, all for the public by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than an "exempt organization" or for other than "exempt purposes" within the meaning of §501 (c)(3) of the Internal Revenue Code of 1986, as now in force or afterward amended, or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to §501(c)(3) of the Internal Revenue Code of 1986, as now in force or later amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds,

FILED
06 NOV - 1 AM
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the State of Florida, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

(b) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its 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 the purposes set forth in these Articles. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation (except that, if the Corporation so elects, it may make such expenditures in conformity with §501(h) of the Internal Revenue Code) and the Corporation shall not participate in or intervene in (including 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 §501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

(c) Included among the educational and charitable purposes for which the Corporation is organized, as qualified and limited by subparagraphs (a) and (b) of this Article 4 are the following:

The Corporations charitable purpose is to:

Mission: The Children's Health, Education and Fitness Foundation (the "Corporation") will focus on contributing to good nutritional practices, physical fitness, sportsmanship, and character development of young (years 5 to 12) children and their families. The Corporation funds will be furnished to schools to augment/create school programs which give children the opportunity to learn the value of: (1) proper nutrition to reduce obesity and the medical risk associated with obesity, and (2) sportsmanship while engaging in physical activities. The Corporation funds will be utilized for physical education instructional material, equipment, staff and facilities.

Purpose: There is a direct correlation between sedentary lifestyles, poor dietary habits and obesity. Youth capabilities to fight these problems are being hampered by the continuing reduction of physical activity programs in schools. Additionally, they are losing interest in organized sports. The Corporation wants to help reduce medical risk factors in young children by aiding in providing positive lifestyles and nutritional dietary habits instruction while developing youth fitness activities.

Primary Focus:

- I. Allocate and distribute funds to public and private schools in the form of restricted funds to be used to enhance:
 - A. Dietary and Health Education Programs for:
 - i. Parents;
 - ii. Children; and
 - iii. Educators.
 - B. Physical Education:
 - i. Personnel (coaches, wellness teachers, etc.);
 - ii. Equipment; and
 - iii. Facilities.
- II. The Corporation will work directly with the health officials to aid in developing relevant materials that are able to communicate the risks of poor dietary habits and the benefits of healthy choices to children and their families.
- III. The Corporation will assist and monitor youth sports leagues that are truly centered on Children's health and sportsmanship. Programs that:
 - A. Teach and discuss healthy choices;
 - B. Focuses on character development;
 - C. Use seminars to develop coaches that are mentors to children not "drill sergeants";
 - D. Play for the "fun" of it; and
 - E. Conduct seminars for parents to learn how to positively impact their child in sports nutritionally, physically, and emotionally.
- IV. Increase the opportunity for less fortunate children to participate in organized sports and school physical education programs.

(d) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers earlier set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes of any part or parts thereof, provided the same are not inconsistent with the laws under which this Corporation is organized.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The Directors shall be elected on an annual basis by the members of the Corporation. The duties, removal of and restrictions concerning the Directors, shall be governed by the Bylaws. However, the Corporation shall, at a minimum, have three (3) Directors.

ARTICLE V MEMBERS

The Corporation shall have no members.

ARTICLE VI DISSOLUTION

Upon the dissolution or liquidation of the Corporation, the assets of the Corporation shall be distributed to an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended as to be determined by the Board of Directors. Otherwise the assets of the Corporation shall be distributed to an educational, religious, literary or other organization which is similar to the Corporation and which organization is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the assets shall be distributed to the United States of America.

ARTICLE VII PROHIBITIONS

The Corporation shall not engage or devote more than an insubstantial part of its activities to influencing legislation by propaganda or otherwise; or to directly or indirectly participate in or intervene in any political campaign on behalf or in opposition to any candidate for public office; or to have objectives and to engage in activities that will characterize it as an "action" organization.

ARTICLE VIII LIMITATION OF CORPORATE POWERS

The corporate powers of this Corporation are as provided in section 617.0302, Florida Statutes.

ARTICLE IX INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is: Patrick M. O'Connor, Esquire of O'Connor & Associates, 1250 S. Belcher Road, Suite 160, Largo, Florida 33771.

ARTICLE X INCORPORATORS

The name and street address of the incorporator for these Articles of Incorporation is: Patrick M. O'Connor, Esquire of O'Connor & Associates, 1250 S. Belcher Road, Suite 160, Largo, Florida 33771.

THE UNDERSIGNED, being the incorporator, for the purpose of forming a Corporation under the Laws of the State of Florida, does make, file and record this Certificate of Incorporation, does certify that the facts herein stated are true, and, accordingly, have hereto set his hand and seal this 31st day of OCTOBER, 2006.

By: _____

Patrick M. O'Connor
Incorporator

Acknowledgment of Registered Agent

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

By: _____

Patrick M. O'Connor
Registered Agent

FILED
06 NOV - 1 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA