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# **PAULLIN LAW OFFICE**

12121 Little Rd. Box 214 Hudson, Florida 34667 T: 727-858-5962 F: 352-200-5680 jspaullin@hotmail.com

November 17, 2006

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

# To Whom It May Concern:

Enclosed please find original articles of incorporation and bylaws for a prospective Florida Non-Profit Corporation, Silva Lining, Inc. Also enclosed is the \$78.75 filing fee, and a fee of \$8.75 for one certified copy.

Once the corporation is filed, please advise the undersigned. If there are any contacts or concerns, you may contact me directly.

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Sincerely,

Jennifer S. Paullin

# ARTICLES OF INCORPORATION

**OF** 

# SILVA LINING, INC. A FLORIDA "NOT FOR PROFIT" CORPORATION

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SECRETARY OF STATE
TALLAHASSEE.FLORIDA

The undersigned, acting as the incorporator, of a corporation organized under Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

## I. NAME OF INCORPORATION

The name of the corporation is Silva Lining, Inc.

#### II. PRINCIPAL OFFICE

The principal office of the corporation is located at 375 Cressida Circle, Spring Hill, Florida 34609

#### III. MAILING ADDRESS

The mailing address of the corporation is 375 Cressida Circle, Spring Hill, Florida 34609

# IV. REGISTERED AGENT/REGISTERED OFFICE

The name of the registered agent of the corporation is Jennifer S. Paullin. The street address of the registered agent is 375 Cressida Circle, Spring Hill, Florida 34609

#### V. DURATION

The corporation shall have perpetual existence. Corporate existence shall commence on the date of the filing of these Articles with the Florida Division of Corporations, Department of State.

#### VI. MEMBERSHIP

The corporation shall not have any members.

#### VII. INITIAL BOARD OF DIRECTORS

- A. There shall be three directors on the initial Board of Directors. The number of directors may be increased or decreased as provided in the bylaws, but shall never be less than three.
- B. The manner of election or appointment of the Board of Directors shall be stated in the bylaws.
- C. The names and addresses of the initial Board of Directors are:

Alex Siva Chairperson of the Board/Treasurer Jennifer S. Paullin Secretary

#### VIII. INCORPORATOR

The name and address of the incorporator is: Jennifer S. Paullin, 375 Cressida Circle, Spring Hill, Florida 34609

## IX. CORPORATE PURPOSES

The corporation is organized and shall be operated exclusively for charitable purposes, including, but not limited to, the following:

- 1. To build, construct, remodel, erect, assemble buildings, construction, homes, residences, additions, structures or edifices for the benefit of certain individuals who have a financial hardship or disadvantage due to unforeseen economic reasons, or other unknown or unplanned occurrence, including acts of God.
- 2. To finance the building, construction, remodeling, erection, assembly of buildings, construction, homes, residences, additions, structures or edifices with aid, support and assist from gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

3. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

All of the foregoing purposes shall be exercised exclusively for charitable and educational purposes in such a manner that the corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law (hereinafter referred to as "the Internal Revenue Code").

## F. 501(c)(3) LIMITATIONS

- A. **CORPORATE PURPOSES:** Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal corporate income tax under section 501(c)(3) of the Internal Revenue Code.
- B. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable purposes.
- C. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the directors or officers thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's chartable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes, no part of which shall inure to the benefit of any individual.
- D. LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in, any political campaign on behalf of (or in opposition to) any candidate for public office.

- E. DISSOLUTION: Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to one or more organizations recognized as exempt from federal corporate income taxation under Section 501(c)(3) of the Internal Revenue Code to be used exclusively for charitable and educational purposes. To the extent the assets are not distributed to tax-exempt organizations, the assets shall be distributed to the federal, state or local government for a public purpose. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition by the Attorney General or by any person concerned in the liquidation.
- F. PRIVATE FOUNDATION STATUS: In the event that this Corporation shall become a "private corporation" within the meaning of Section 509 of the Internal Revenue Code, the Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under section 4942 of the Internal Revenue Code; shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code; shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code; shall not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code; and shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code.

#### **EXECUTION**

These Articles of Incorporation are hereby executed by the incorporator on this <u>fla</u> day of <u>November</u>, 2006.

Jennifer S. Paullin

# REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I, Jennifer S. Paullin, hereby accept my appointment as registered agent for Silva Lining, Inc., a Florida not-for-profit corporation. I am familiar with, and accept, the obligations of the position as registered agent, and agree to comply with the provisions of all statutes relating to the proper performance of my duties.

Jennifer S. Paullin

Date: //-//04

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