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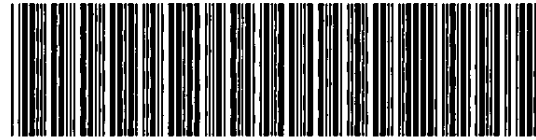
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: Society USA, 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: James B. Spencer
Name (Printed or typed)

4507 Judy Ct
Address

Orlando FL 32839
City, State & Zip

407 826-0000
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
SOCIETY USA, INC.

The undersigned, by these articles, acting as incorporators of this corporation pursuant to Chapter 617 of the Florida Statutes, hereby form a corporation Not For Profit under the laws of the State of Florida and adopt the following Articles of Incorporation for such corporation:

ARTICLE I
NAME OF CORPORATION

The name of this corporation shall be:

Society USA, Inc.

ARTICLE II
PRINCIPAL OFFICE

The initial principal place of business of this corporation shall be:

4507 Judy Court
Orlando, Florida 32839

The principal mailing address of this corporation shall be:

P.O. Box 561637
Orlando, Florida, 32856-1637

The Board of Directors may from time to time move the principal place of business and/or mailing address.

ARTICLE III
TERM OF EXISTENCE

The corporation shall exist perpetually unless dissolved according to law.

ARTICLE IV
PURPOSE(S)

The specific purpose(s) for which this corporation is organized is to provide information and education about health and safety issues impacting children. The corporation is organized exclusively for charitable and educational purposes. Such purposes shall include, but are not limited to, the following:

- (a) To provide education regarding health, wellness, safety and empowerment to children and youth through music and other educational tools;

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- (b) To promote health, wellness, safety and self-esteem among children and youth;
- (c) To combat disease and delinquency among children and youth;

All within the limits of sections 501(c)(3) of the Internal Revenue Code.

ARTICLE V

CAPITAL STOCK AND NET EARNINGS

This corporation is organized on a non-stock basis.

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 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 of 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.

ARTICLE VI

DIRECTORS

The directors of the corporation are to serve and be elected in the manner provided in the Bylaws.

The number of directors may be increased or decreased, but shall not be less than three (3), in the manner provided in the Bylaws.

A director may serve the corporation in any other capacity.

The following persons shall serve said corporation as Board of Directors until the first annual meeting.

Michael J. Radka
423 Sandringham Court
Winter Springs, FL 32708

Jacqueline A. Blake
4850 Lorraine Way
Orlando, FL 32812

Daniel A. Simmons
32 Timbercreek Pine Circle
Winter Garden, FL 34787

ARTICLE VII **OFFICERS**

The officers of the corporation are to serve and be elected by the Board of Directors in the manner provided in the Bylaws.

ARTICLE VIII **POWERS**

The corporation shall have all the common law and statutory powers of a corporation not for profit and tax exempt for the public purposes set forth in Article IV hereof.

ARTICLE IX **BYLAWS**

The Bylaws of the corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided in the Bylaws.

ARTICLE X **AMENDMENTS**

The power to alter, amend or repeal any these Articles shall be vested in the Board of Directors as provided in the Bylaws.

ARTICLE XI **INDEMNIFICATION**

The extent of personal liability, if any, for directors, officers, or incorporators for corporation obligations and the methods of enforcement and collection, are as follows: NONE. Further, the Directors and Officers shall be exempt from liability and/or indemnified from costs and judgments to the full extent permitted by Florida law. In the event the Florida law is subsequently amended to authorize the further elimination or limitation of the liability of Directors or Officers of non-profit corporations, then the liability of Directors and Officers of the corporation in addition to the limitation of personal liability provided under this Article, shall be limited to the fullest extent permitted by such later amended Florida law.

ARTICLE XII **DISSOLUTION**

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or adequately providing for all the debts, obligations, and liabilities of the Corporation, distribute the remaining assets of the Corporation 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 the state or a 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 located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIII
REGISTERED OFFICE AND AGENT

The Florida street address of the initial registered office of the corporation shall be: 4507 Judy Court, Orlando, Florida 32839.

The name of the initial registered agent of the corporation at such address shall be: Melissa A. Spencer.

The Board of Directors may from time to time move the registered office and/or designate a new registered agent.

ARTICLE XIV
INCORPORATORS

The name and address of the Incorporator is:

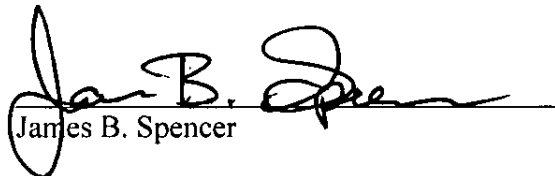
NAME

ADDRESS

James B. Spencer

4507 Judy Court
Orlando, Florida 32839

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30 day of May, 2007.


James B. Spencer

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Registered Agent – Melissa A. Spencer

5-30-07
Date

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