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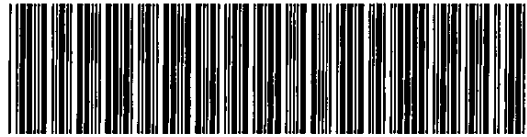
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## COVER LETTER

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

**SUBJECT:** THE QUALITY TIME LEARNING CENTER 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:** VALERIE PATTERSON

Name (Printed or typed)

2919 NW 63RD STREET

Address

OCALA, FLORIDA 34475

City, State & Zip

352-812-0620

/ 867-5444(352)

Daytime Telephone number

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

**ARTICLES OF INCORPORATION**

**ARTICLE I-  
NAME**

The name of the corporation is  
Quality Time TLC, Inc

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TALLAHASSEE, FLORIDA

**ARTICLE II-  
PRINCIPAL OFFICE AND ADDRESS**

The principal place of business and mailing address of the corporation is

2919 NW 63<sup>rd</sup> Street  
Ocala, Fl 34475

**ARTICLE III  
DURATION**

The term of existence of the Corporation is perpetual; and the corporate existence will commence on November 15, 2007.

**ARTICLE IV  
PURPOSE**

The purpose for which the Corporation is organized is to operate as a charitable, technological, scientific, and educational organization, the advancement of education and the cultural arts of dance, music, and piano, etc. as noted under section of 501 (c) 3 of the Internal Revenue Code. Quality Time TLC, Inc. will also develop a faith-based initiative that utilizes volunteers, mentors, and intergenerational programming, family centered/strengthening activities, literacy, tutoring and community service projects.

Notwithstanding any other provisions of these articles, the corporation shall not conduct or carry on any activities not permitted under Section 501 (c) 3 of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by any contributions which are deductible under Section 170 (c) 2 of such Code and Regulations as they now exist or they may hereafter be amended.

**ARTICLE V  
DIRECTORS**

The manner in which the board of directors is elected or appointed is as follows:

Quality Time TLC, Inc. Board Membership will consist of no more than 5 persons all of whom share the values and support the goals and objectives of Quality Time TLC, Inc. The Chief Executive Officer will appoint the initial Board of Directors. As set forth for the Chief Executive Officer, the initial number of directors that constitute the first Board of Directors shall be five. The Board of Directors, in accordance with the Corporation's Bylaws, may increase or decrease

Bylaws, may increase or decrease the future number of directors as the needs of the Corporation changes. The Board of Directors will manage the business operations of support of the Corporation.

To ensure the successful implementation of its goals and objectives, the board of directors will appoint a steering/advisory committee(s) consisting of individuals possessing project-specific expertise and/or expertise otherwise lacking in the board itself.

Finally, the Corporation officers who are chosen by the Board of Directors are the Chairman, Vice-Chairman, Secretary, and Treasurer. The Board of Directors shall choose these officers at its annual meeting. The Board may appoint any other officer it deems necessary. These officers will hold their offices for such terms, exercise such powers, and perform such duties as the Board determine from time to time as governed by the Corporation's Bylaws. The Board of Directors may remove any officer elected or appointed at any time by the affirmative vote of  $\frac{1}{4}$  majority vote of the Board of Directors.

#### **ARTICLE VI POWERS**

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1986 or any other corresponding provision of any future United States Internal Revenue Code are not permitted to carried on. The Corporation shall have and possess all powers and rights conferred upon corporations by the Florida Non-profit Corporation Act and any enlargement of such powers by subsequent legislative acts; and, in addition thereto, the corporation shall have and exercise all powers and rights not otherwise denied to Nonprofit Corporations by the laws of the State of Florida, as are necessary, suitable, proper, convenient, or expedient to the attainment of the purpose set for in Article IV.

#### **ARTICLE VII QUALIFICAITON OF MEMBERS**

The authorized number and qualification of members of the Corporation, the manner of their admission, their different classes of membership, if any, the property, voting and other rights and privileges of members and their liability for dues and assessments and the method of collection thereof, shall be set forth in the by-laws.

#### **ARTICLE VIII BY-LAWS**

Subject to the limitations contained in the by-laws and any limitations set forth in Chapter 617, Florida Statutes, concerning corporate action that must be authorized or approved by the membership of the corporation, the Board of Directors may make, alter, rescind, add to or adopt, by-laws for the Corporation by a resolution of the Board of Directors or another procedure set forth in the Corporations By-Laws.

#### **ARTICLE IX AMENDMENTS**

The Board of Directors may amend these Articles of Incorporation in any manner provided by Florida Statute Chapter 617.017 (1-3) (1987) and as subsequently amended or the Corporation's By-laws.

## **ARTICLE X DIRECTORS**

The Current Directors are:

- |                      |  |              |
|----------------------|--|--------------|
| 1. Valarie Patterson | 2313 NE 34 <sup>th</sup> Place, Ocala, FL 34479  | CEO          |
| 2. Albert Butler     | 5636 NW 73 <sup>rd</sup> Place, Ocala, FL 34482  | Chairman     |
| 3. Kim Torres        | 1825 NW 44 <sup>th</sup> Street, Ocala, FL 34475 | Secretary    |
| 5. Camesha Patterson | 5920 NW 65 <sup>th</sup> Street, Ocala, FL 34482 | Treasurer    |
| 6. Matthew Patterson | 5920 NW 65 <sup>th</sup> Street, Ocala, FL 34482 | Board Member |

## **ARTICLE XI LIMITATION OF LIABILITY**

The private property of incorporates, directors, and officers of this corporation shall not be subject to the payment of corporation debts, unless the officer exceed the limitations imposed under the Articles of Incorporation or the Corporation's By-laws.

Additionally, no part of the Corporation's activities shall involve carrying on propaganda or otherwise attempting to influence legislation or participating in or intervening in any political campaign on behalf of any candidate for public office including, but not limited to publishing or distributing any statement for a political candidate or position; nor shall the corporation engage in any activities that unlawful under applicable federal, state, or local laws.

## **ARTICLE XII DISSOLUTION OF CORPORATION.**

Upon dissolution of the Corporation, the Board of Directors shall distribute all of the Corporation's assets for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or any other corresponding section of any future federal tax code. Otherwise, the Board of Directors shall distribute the Corporation's assets to the Federal Government, or any State or local government that will use the assets for any public purpose. Any appropriate Court in accordance with Florida law may dispose of any assets that the Board of Directors cannot dispose of in this manner.

## **ARTICLE XIII**

Corporation shall be located at 2919 NW 63<sup>rd</sup> Street, Ocala, Florida 34479.

The initial registered agent of the Corporation shall be Valerie Patterson, 2313 NE 34<sup>th</sup> Place, Ocala, FL 34479, mailing address P.O. Box 6523 Ocala, Florida 34478.

Further, the Registered Agent, in addition to the Corporation's Board of Directors, understand that failure to designate and continuously maintain a registered office and registered agent will result in a fine for each year or part of a year that the Corporation does not comply with the requirements of Florida Statute 617.0503(1).

#### ARTICLE XIV

The names and addresses of the incorporator are Valerie Patterson 2313 NE 34<sup>th</sup> Place, Ocala, FL 34479.

\*\*\*\*\*  
*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.*

Valerie Patterson  
REGISTERED AGENT

8-23-07  
DATE

Valerie Patterson  
INCORPORATOR

8-23-07  
DATE

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TALLAHASSEE, FLORIDA