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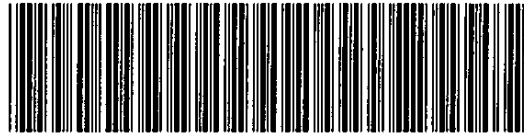
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight OCT 29 2007

COVER LETTER

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

SUBJECT: Florida Youth Association 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: Richard Swanner
Name (Printed or typed)

137 Whitcomb Dr.
Address

Geneva, Fl. 32732
City, State & Zip

407-349-0008
Daytime Telephone number

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

Articles of Incorporation

In Compliance with Chapter 617, F.S., (Not for Profit)

Article I - Name

The name of the corporation shall be: **"The Florida Youth Association Inc."**

Article II - Principle Office

The principal place of business and mailing address of this corporation shall be:
137 Whitcomb Dr. Geneva, Florida 32732

Article III - Purpose

Section 1

A purpose for which the corporation is organized is to Design and fund fun programs to help keep young people, who are good students in school, have no criminal record, and have an overall good attitude and polite manner, on the right path in life. These programs will be designed to try to help young people develop leadership and social skills and to try to improve their confidence, promote education and good behavior, in an effort to keep these students eager to go on to collage, Junior collage or trade school. The corporation will work to raise money in order to buy any land, equipment, supplies, etc, to fund these programs as well as build a scholarship program designed to give some financial assistance to those within the corporations youth organization.

Section 2

A. The exclusive purpose of this Corporation is to engage in charitable, religious, educational, and scientific activities, including, for such purpose, the making of distributions to organizations that qualify as exempt under of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

B. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purpose, 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, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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501(c)(3) LIMITATIONS

A. **CORPORATE PURPOSE:** Notwithstanding any other provision of these articles, this organization shall not carry on activities that are not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code..

B. **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, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable, religious, scientific, and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable, religious, scientific and educational purposes no part of which shall inure to the benefit of any individual.

C. **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 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.

D. **DISSOLUTION:** Upon the dissolution of the corporation, assets shall be distributed 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 a state or 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 then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article IV - DURATION/MEMBERSHIP

There are no members

Article V - Manner of Elections

DIRECTORS

- 1. Definition of Board of Directors:** The Board of Directors is that group of persons vested with the management of the business and affairs of this Corporation subject to the law, the Articles of Incorporation, and these bylaws.
- 2. Qualifications:** Directorships shall not be denied to any person on the basis of race, creed, sex, religion, or national origin.
- 3. Number of Directors:** The Board of Directors shall consist of three more natural persons. The number of directors shall be determined from time to time by Resolution of the Board of Directors.
- 4. Terms and Election of Directors:** The Directors shall serve indefinite terms until they resign or are removed in accordance with the provisions of these bylaws.
- 5. Procedure at Board Meetings:** The rules contained in the Handbook on Parliamentary Procedure ("Robert's Rules of Order") shall govern the meetings of the board of directors.
- 6. Resignations:** Any Director can resign at any time by delivering a written resignation to the Chairperson of the board or to the Secretary of the Corporation. Resignations of directors shall become effective immediately or on the date specified therein and vacancies will be deemed to exist as of such effective date.
- 7. Removal:** Any director may be removed at any time (with or without cause) by a vote of 4/5ths of the total number incumbent directors (not counting vacancies) at a meeting of the board of directors properly called in accordance with the terms of these bylaws. Directors may be removed by a majority vote of the board of directors at a properly called meeting with a quorum attendance when he or she misses three consecutive regular meetings.
- 8. Vacancies:** Vacancies can be created by resignations, removals, or an increase in the size of the board of directors. Vacancies on the Board of Directors can only be filled by a majority vote of the remaining Directors, though less than a quorum.
- 9. Place of Director's Meetings:** Meetings of the board of directors, regular or special, will be held at the primary place of business for this Corporation or at any other place within or without the State of Florida as provided or such place or places as the board of directors may designate by resolution duly adopted.

10. **Meetings:** Meetings of the Board of Directors may be called by:

- A. the Board of Directors
- B. the President
- C. the Secretary upon the written request of five directors

11. **Notice of Board Meetings:** Notice of all board meetings shall be give to each board member no less than two (2) days nor more than ten (10) days prior to the meeting.

12. **Waiver of Notice:** Attendance by a Director at any meeting of the Board of Directors will constitute a waiver of notice of such meeting except where such Director attends the meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of business because the meeting is not lawfully called or convened.

13. **Quorum:** A majority of the incumbent directors (not counting vacancies) shall constitute a Quorum for the conduct of business. At Board meetings where a quorum is present, a majority vote of the Directors attending shall constitute an act of the Board unless a greater number is required by the Articles of Incorporation or any provision of these bylaws.

14. **Self Dealing:** No director shall use confidential information gained by reason of being a member of the board of directors for personal gain to the detriment of the corporation.

Article VI - Initial Directors and Officers

President - Richard Swanner, 137 Whitcomb Dr. Geneva, Fl. 32732

Vice President - Conrad Kindburg, 10224 Belgrove Pl. Orlando, Fl. 32817-2851

Secretary - Jackie Tovar, 1631 river edge road, Oviedo, Fl. 32766-5056

Elizabeth Swanner, 137 Whitcomb Dr. Geneva, 32732

Article VII - Initial Registered Agent and Street Address

The name and address of the registered agent is:

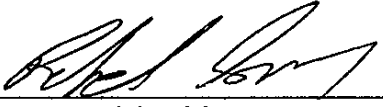
Richard Swanner, 137 Whitcomb Dr. Geneva, Fl. 32732

Article VIII - Incorporator

The name and address of the Incorporator is:
Richard Swanner, 137 Whitcomb Dr. Geneva, Fl. 32732

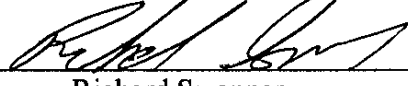
EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this
24th day of OCT, 2007.


Richard Swanner

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for the Florida Youth Association, a
Florida not for profit corporation.


Richard Swanner

Date: 10-24-07

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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