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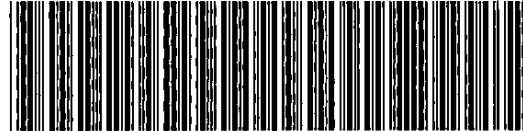
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VH

COVER LETTER

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

SUBJECT: The Adelle Vaughn Jemison Institute for Youth Development
(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: Danette Saylor
Name (Printed or typed)

5532 Westview Lane
Address

Tallahassee, FL 32310
City, State & Zip

850- 212-3633
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
THE ADELLE VAUGHN JEMISON INSTITUTE FOR YOUTH DEVELOPMENT, INCORPORATED

A NON-PROFIT CORPORATION**

These Articles of Incorporation are signed and acknowledged by the incorporator for the purpose of forming a non-profit corporation under the provisions of the Florida Non-Profit Corporation Act, as follows:

**ARTICLE I
NAME**

The name of the corporation is: The Adelle Vaughn Jemison Institute for Youth Development, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The initial principal office and the registered office address of the corporation shall be:

Danette G. Saylor
5532 Westview Lane
Tallahassee, Florida 32316-0876

**ARTICLE III
PURPOSE**

1. The purpose or purposes of this corporation are, as follows:
 - (a) To operate exclusively for religious, charitable, scientific, literary, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1990 (or the corresponding provision of any future United States Internal Revenue law);
 - (b) To provide opportunities for minority and disadvantaged youth to improve the quality of their lives through tutoring programs, counseling programs, and support programs that develop a desire for lifelong pursuit of worthy personal goals.
 - (c) To provide funds that will assist with the scholastic endeavors of minority and disadvantaged youth, as well as, the implementation of scholarly research activities related to the educational, social, and/or economic needs of minority and disadvantaged youth.
 - (d) To enter into any kind of activity, and to make, perform, and carry out contracts of any kind, in connection with, and necessary or related to, to the accomplishment of the foregoing purposes of the corporation.
2. The corporation shall be empowered to receive and administer funds for the aforesaid purpose or purposes and or no other purpose, and to that end, to take and hold by contract, agreement, devise, bequest, gift, purchase, lease, either absolutely or in trust, for such objects and without limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to deal with such property for any of the aforementioned purposes, without limitation, except such limitation, if any, as may be contained in the instrument under which such property is received; and to exercise any, all, and every power to do all lawful acts necessary or desirable to carry out its purposes consistent with the provisions of the Florida Non-Profit Corporation Act and said section 501(c)(3), but not any other power.
3. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, trustees, 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

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TALLAHASSEE, FLORIDA

distributions in furtherance of the purposes set forth in this Article III. 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 statement*) any political campaign on behalf of any candidate for public office.

4. Notwithstanding any of the provisions of these Articles of Incorporation, this corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income taxes under section 501(c)(3) of the Internal Revenue Code (*or corresponding provisions of any future United States Internal Revenue law*).

5. In any year that the organization is treated as a private foundation under section 509 of the Internal Revenue Code, the organization shall not engage in any act of self dealing, as defined in subsection 4941. The organization shall distribute its income for such taxable year at such time so as not to become subject to taxation under subsection 4942. The organization shall not retain any excess business holdings as defined in subsection 4943. The organization shall not make any investment so as to subject the organization to taxation under subsection 4944. And, the organization shall not make any taxable expenditure, as defined in subsection 4945. All Code references are to the Internal Revenue Code of 1990 (*or corresponding provisions of any future United States Internal Revenue law*).

6. The term of the corporation is unlimited and perpetual. In the event of dissolution, the Board of Directors shall, after paying or making provision for payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation to any organization or organizations organized and operated exclusively for charitable, educational, or religious purposes as shall at the time qualify as an exempt organization or organizations under and within the meaning of section 501(c)(3) of the Internal Revenue Code of 1990 (*or corresponding provisions of any future United States Internal Revenue law*) as the Board of Directors shall determine.

ARTICLE IV

MANNER OF ELECTION

The affairs of this corporation shall be managed by a Board of Directors who shall be elected, as provided in the By-Laws.

ARTICLE V

INITIAL BOARD OF DIRECTORS/OFFICERS

1. The initial Board of Directors shall consist of 5 directors and the names of the initial Board of Directors are, as follows:

- Danette Saylor, 5532 Westview Lane, Tallahassee, Florida 32310
- Mae Welch, 3758 10th Ave South, St. Petersburg Florida 33711
- Crystal Carter, 4391 Coolview Drive Tallahassee, Florida 32303
- Sheron Cooper, 3000 70th Lane North #201, St. Petersburg, Florida 33710
- Sharon Melville, 5701 16th Street South #308, St. Petersburg, Florida 33705

2. A director may be removed from office for "good cause shown" prior to the expiration of her term upon the affirmative vote of two-thirds of the directors in office other than the director(s) whose removal is under consideration. For purposes hereof, "good cause shown" shall mean:

- (a) disability or incapacity as determined by a physician acceptable to the board;
- (b) fraud, theft, embezzlement, or misappropriation;
- (c) conviction of a felony or crime involving moral turpitude; or
- (d) failure to carry out or comply with duly adopted resolutions of the Board, these Articles of Incorporation, the By-Laws, or the Director's Service Agreement.

ARTICLE VI

INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial registered agent of this corporation shall be Danette G. Saylor and the initial registered office of this corporation shall be 5532 Westview Lane, Tallahassee, Florida 32308. This corporation shall have the right to change such registered agent and registered office, as provided by law.

ARTICLE VII

INCORPORATORS

The names and addresses of the incorporators are as follows:

Danette G. Saylor
5532 Westview Lane
Tallahassee, Florida 32310

Sheron Cooper
3000 70th Lane North #201
St. Petersburg, Florida 33710

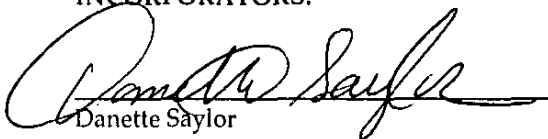
IN WITNESS WHEREOF, the incorporator has hereunto signed these Articles of Incorporation, on this 5th day of December, 2007.

REGISTERED AGENT

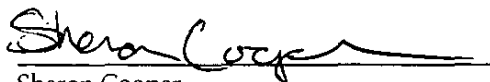


Danette Saylor
5532 Westview Lane
Tallahassee, Florida 32310

INCORPORATORS:



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