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☐ PICK-UP    ☐ WAIT    ☐ MAIL

(Business Entity Name)

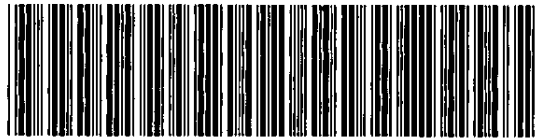
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 FEB 21 AM 8:49

2/22/08

**COVER LETTER**

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DIVISION OF CORPORATIONS

08 FEB 21 AM 8:49

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

SUBJECT: Torchbearers Foundation  
(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: Shakira Clementson  
Name (Printed or typed)

8601 N.W. 34th Pl 101A  
Address

Sunrise FL 33351  
City, State & Zip

305-992-8767  
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED  
08 FEB 21 AM 8:00  
DIVISION OF CORPORATIONS

February 12, 2008

SHAKIRA CLEMETSON  
8601 NW 34TH PL #101A  
SUNRISE, FL 33351

SUBJECT: TORCHBEARERS FOUNDATION  
Ref. Number: W08000007534

We have received your document for TORCHBEARERS FOUNDATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 408A00009142

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DIVISION OF CORPORATIONS  
08 FEB 21 AM 8:49

Articles of Incorporation  
Of  
Torchbearers Foundation Inc  
(A Florida Corporation Not for Profit)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 FEB 21 AM 8:49

The undersigned, acting as the incorporator of a not-for Profit Corporation under the Florida Not for Profit Corporation Act, as set forth in Chapter 617.0202 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation

**ARTICLE I: NAME**

The name of the Corporation shall be Torchbearers Foundation Inc, hereinafter referred to as the "Corporation"

**ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and the mailing address of the corporation is 8601 NW 34<sup>th</sup> Place Unit 101A, Sunrise FL 33351

**ARTICLE III: DURATION**

This corporation shall have perpetual existence unless dissolved according to law.

**ARTICLE IV: PURPOSE**

This corporation is organized completely for charitable and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code or the corresponding section of any future federal tax code. Not with-standing any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on ( i) by a corporation exempt from Federal income tax under Section 501 ( c) (3) of the Internal Revenue Code or the corresponding provision of any subsequent Internal Revenue Law, or (ii) by a corporation, contributions to which are deductible under Section 170 ( c) ( 2) of the internal revenue code of 1986 or the corresponding provision of any subsequent Internal Revenue Law.

**ARTICLE V: RESTRICTION AND LIMITATIONS**

The purposes and operations of this Corporation shall be specially restricted and limited as follows:

1. No part of the net earnings, properties, or assets on dissolution or otherwise, shall inure to the benefit of any private person or individual, or any member, director or officer, 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 VI.

REVISED AS REQUESTED

2. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.
3. The corporation shall not operate for the purpose of carrying on a trade or business for profit, or engage in any prohibited transaction described in Section 503 of the Internal Revenue Code or the corresponding provision of any subsequent Internal Revenue Code or tax law

ARTICLE VI: MEMBERSHIP

This corporation shall not have any members.

ARTICLE VII: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at 8601 NW 34<sup>th</sup> Place Unit 101A, Sunrise FL 33351 and Shakira Clemetson is the registered agent of the Corporation at that address

ARTICLE VIII: BOARD OF DIRECTORS

The Board of Directors shall consist of FOUR (4) persons. The number of directors may be increased or decreased from time to time by an amendment to the bylaws; however, there shall never be less than three directors. All directors shall be selected as provided for in the bylaws. The initial Board of Directors shall consist of the following:

Shakira Clemetson 8601 NW 34 <sup>th</sup> Place Unit 101A Sunrise, FL 33351	Richard Forbes 8601 NW 34 <sup>th</sup> Place Unit 101A Sunrise, FL 33351
Marvelyn Souffrant 8601 NW 34 <sup>th</sup> Place Unit 101A Sunrise, FL 33351	Treisha Manborde-Chambers 8601 NW 34 <sup>th</sup> Place Unit 101A Sunrise, FL 33351

ARTICLE IX: OFFICERS

The officers of the Corporation shall be a President, Chairperson, Vice Chairperson Secretary, Treasurer, and such other as may be provided by the Bylaws.

ARTICLE X: AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present; provided that notice of the intention to submit amendments shall have been given as provided by the Bylaws.

ARTICLE XI: INCORPORATOR

REVISED AS REQUESTED

The incorporator of the Corporation is as follows:

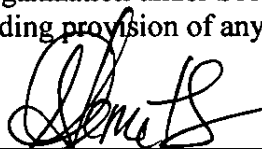
Shakira Clemetson  
8601 NW 34<sup>th</sup> Place Unit 101A  
Sunrise Fl 33351

ARTICLE XII: DISTRIBUTION OF ASSETS UPON DISSOLUTION

In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the paying of all liabilities of the Corporation, dispose of all the assets, real and personal, of the Corporation solely for the purposes of the Corporation, by distributing said assets to such organization or organizations organized and operated exclusively for charitable purposes as shall at the time qualify as a tax exempt organization under Section 501 ( c ) ( 3 ) of the Internal Revenue Code , or corresponding provision of any subsequent Internal Revenue Code or tax law.

SIGNED: \_\_\_\_\_

DATE: \_\_\_\_\_

  
2/18/2008

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE

SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM

PROCESS MAY BE SERVED.

Pursuant to the provisions of Section 48.091 and 617.0501, Florida  
Statutes, the following is submitted in compliance with said Acts:

First – That Torchbearers Foundation is desiring to organize under the  
laws of the State of Florida with its principal office as indicated in the  
Articles of Incorporation at City of Sunrise; County of Broward, State  
of Florida, has named Shakira Clemetson, at 8601 NW 34<sup>th</sup> Place, Unit  
101A, Sunrise Fl 33351, in the City of Sunrise, County of Broward,  
State of Florida, as its agent to accept service of process with this  
state.

Acceptance of Agent

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated  
corporation, at the place designated in this certificate, I hereby accept  
to act in this capacity, and agree to comply with the provisions of said  
Act relative to keeping open said office.

SIGNED: \_\_\_\_\_

Shakira Clemetson

DATED: \_\_\_\_\_

2/5/2008

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