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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

Clouds of Hope, Inc.

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COVER LETTER

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

SUBJECT: Clouds of Hope, 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: Wally Blain

Name (Printed or typed)

12504 Rain Forest Street

Address

Temple Terrace, Florida, 33617

City, State & Zip

813-984-8121

Daytime Telephone number

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION FOR CLOUDS OF HOPE, INC.

The undersigned incorporator(s), natural persons 18 years of age or older, in order to form a non-profit corporate entity under Florida Statutes, Chapter 617, adopt the following articles of incorporation.

**ARTICLE I
NAME/PRINCIPAL OFFICE/REGISTERED OFFICE**

1. The name of this corporation shall be: Clouds of Hope, Inc. (the "corporation").
2. The street address of the principal office and the mailing address of the corporation is: 12504 Rain Forest Street, Temple Terrace, Fl, 33617.
3. The street address of the initial registered agent of the corporation is 12504 Rain Forest Street, Temple Terrace, Fl, 33617 and the initial registered agent for the corporation at that address is Renee Blain.

**ARTICLE II
PURPOSE**

This corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the corporation's mission is to provide support to organizations and groups who care for families of children with life-altering illnesses. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

**ARTICLE III
LIMITATIONS**

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and

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3. 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, as now enacted or hereafter amended.

4. The corporation shall not lend any of its assets to any officer or director of this corporation, or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLE IV DIRECTORS/MEMBERS

The corporation may (but need not) have voting members, and such membership, if any, and classes thereof, shall be as defined in the corporation's bylaws. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No member or Director shall have any right, title, or interest in or to any property of the corporation. Due to the nature and purpose of this organization, the Board will include a medical advisor and a child life advisor. Both of these positions will be filled by professionals in their respective fields and be considered Ex-Officio Members.

The corporation's first Board of Directors shall be comprised of the following natural persons:

Wally Blain
Chris Lowery
Rebecca England
Medical Advisor: Jeff Kooper
Child Life Advisor: Kyleen Slater

ARTICLE V DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VI TERM OF EXISTENCE

The effective date upon which the corporation shall come into existence shall be the date of the filing of these Articles, and it shall exist perpetually thereafter unless dissolved according to the law.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ARTICLE VII
DISSOLUTION**

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses 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 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 VIII
INCORPORATOR**

The incorporators of the corporation are:

Wally Blain, 12504 Rain Forest Street, Temple Terrace, FL, 33617

Rene Blain, 12504 Rain Forest Street, Temple Terrace, FL, 33617

The undersigned incorporators certify both that they execute these Articles for the purposes herein stated, and that by such execution, they affirm the understanding that should any of the information in these Articles be intentionally or knowingly misstated, they are subject to the criminal penalties for perjury set forth in 92.525 f.s. as if this document had been executed under oath.

<u>Wally Blain</u>	<u>2/29/08</u>
signature	date
<u>Renee Blain</u>	<u>2/29/08</u>
signature	date

Acceptance of Appointment of Registered Agent

The undersigned is familiar with the obligations of the registered agent and hereby accepts the appointment to serve as initial Registered Agent of Clouds of Hope, Inc.

<u>Renee Blain</u>	<u>2/29/08</u>
signature	date

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