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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight APR 25 2008



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 543030 5017100

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : April 24, 2008

ORDER TIME : 3:47 PM

ORDER NO. : 543030-005

CUSTOMER NO: 5017100

DOMESTIC FILING

NAME: THINK! LIFE FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Cindy Harris - EXT. 2937

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION

OF

THINK! LIFE FOUNDATION, INC.

A FLORIDA CORPORATION NOT FOR PROFIT

The undersigned, acting as one of the incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

Then name of this Corporation is: **THINK! LIFE FOUNDATION, INC.**

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Corporation is: 1454 Ocean Reef Road
Wesley Chapel, Florida 33544

The mailing address of this Corporation is: 1454 Ocean Reef Road
Wesley Chapel, Florida 33544

ARTICLE III
CORPORATE NATURE

This is a corporation not for profit, organized solely to further the common welfare and well-being of the community by lessening the burdens of the government and by lessening neighborhood tensions by reducing Drunk Driving and its impact on the welfare and well-being of the community pursuant to the Florida Not for Profit Corporation Act as set forth in Chapter 617 of the Florida Statutes.

ARTICLE IV
DURATION

The term of existence of the Corporation is perpetual.

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ARTICLE V
GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this Corporation is formed are:

- (A) to be organized and operated exclusively for such common community welfare and community well-being purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws.
- (B) To engage in any kind of activity and to enter into, perform and carry out contracts of any kind necessary, in connection with or incidental or related to the accomplishment and furtherance of any one or more the above purposes.
- (C) To make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.
- (D) To acquire by gift or purchase, hold, sell, convey, assign, mortgage or lease any property, real or personal, for said purposes, as the Board of Directors in their discretion may determine.
- (E) To borrow money and to issue evidence of debt in furtherance of any or all of the purposes of its organization, and to secure loans by mortgage, pledge, or other security.

ARTICLE VI
BOARD OF DIRECTORS;
MANAGEMENT OF CORPORATE AFFAIRS

The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of Directors of the Corporation shall initially be three (3), provided, however, that such number may be increased by an amendment to the Bylaws for such purpose duly adopted by the Board of Directors.

The Directors named herein as the First Board of Directors shall hold office for a period of one (1) year until the first meeting of voting members, at which time an election of Directors shall be held.

Directors elected at the first annual meeting of voting members, and at all times thereafter, shall serve for a term of one (1) year until the next annual meeting of voting members following the election of Directors and until the qualification of the successors in office. Annual meetings of the Board of Directors shall be held as set forth in the Bylaws.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or

collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this Corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Fernando Jose Ramos	1454 Ocean Reef Road Wesley Chapel, Florida 33544
Jose Ricardo Ramos	1454 Ocean Reef Road Wesley Chapel, Florida 33544
Daniel Eduardo Villegas	403 Hayden Road, Apt. 201 Tallahassee, Florida 32304

ARTICLE VII

EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distributions in furtherance of the purposes set forth in Article V hereof.

B. 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 statements) any political campaign on behalf of any candidate for public office.

C. Notwithstanding any 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 of 1986 (or the corresponding provision of any future federal tax laws) or (b) 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 future federal tax laws).

(D) Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation, or which would have a negative effect on the

Corporation's status as a corporation exempt from federal taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future federal tax laws).

ARTICLE VIII

DISTRIBUTION OF ASSETS

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, distribute and dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation or one or more other exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future federal tax laws), or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future federal tax laws), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX

MEMBERSHIP; QUALIFICATION OF MEMBERS

This Corporation shall initially have one class of members, which class shall constitute a voting class permitting such members to vote for members of the Board of Directors as provided in these Articles and the Bylaws, and to vote only for such other matters and transactions, as expressly set forth in these Articles or the Bylaws. The Board of Directors shall have the authority by amendment to the Bylaws to create one or more additional classes of voting or non-voting members with such rights and qualifications as said Board shall so determine. The initial members of this Corporation shall consist solely of the persons named as Incorporators in Article X of these Articles.

The qualification for any additional members and the manner of their admission shall be regulated by the Bylaws for this Corporation.

ARTICLE X

INCORPORATORS

The names and residence addresses of the Incorporators of this Corporation are as follows:

<u>Name</u>	<u>Address</u>
Fernando Jose Ramos	1454 Ocean Reef Road Wesley Chapel, Florida 33544

ARTICLE XI
AMENDMENT OF BYLAWS

The initial Bylaws of this Corporation shall be made, adopted and implemented by a majority vote of the Board of Directors. Thereafter, the Bylaws of this Corporation may be made, altered, rescinded, added to, amended, or new Bylaws may be adopted, by a resolution of a two-thirds vote of the members of the Board of Directors.

ARTICLE XII
DEDICATION OF ASSETS

The property of this Corporation is irrevocably dedicated to educational, charitable or other exempt purposes (as earlier defined herein), and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XIII
REGISTERED AGENT AND OFFICE

The address of the Corporation's initial registered office shall be 1454 Ocean Reef Road, Wesley Chapel, Florida 33544, and the name of the initial registered agent at said address shall be Fernando Jose Ramos.

ARTICLE XIV
AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be made by a resolution adopted by two-thirds vote of the members of the Board of Directors.

ARTICLE XV
PRIVATE FOUNDATION

Should the Corporation be classified as a private foundation under Section 509 of the Internal Revenue Code of 1986, as amended (or any corresponding provision of any future federal tax laws), the following provisions apply:

A. The Corporation shall make distributions for each taxable year at such time and in such manner as not to subject the Corporation to tax under Section 4942 of the Internal Revenue Code of 1986, or corresponding section of any future federal tax laws.

B. The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax laws.

C. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding section of any future tax laws.

D. The Corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding section of any future federal tax laws.

E. The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax laws.

I, the undersigned, being one of the Incorporators of this Corporation, for the purpose of forming this corporation not for profit under the laws of the State of Florida, have executed these Articles of Incorporation, this 21st day of April, 2008.

Witnessed by:

D. Banguino
C. Fluse

Fernando Jose Ramos
Fernando Jose Ramos
Incorporator

State of Florida
County of Hillsborough

The foregoing instrument was acknowledged before me this 21st day of April, 2008, by Fernando Jose Ramos, as Incorporator, who is personally known to me or who has produced Florida Driver's License, No. _____ as identification and who did not take an oath.



Christine M. Welsh
Commission # DD495435
Expires November 30, 2009
Bonded Troy Fair Insurance Inc. 800-385-7019

C. Fluse
Notary Public – State of Florida

My Commission Expires:

**CERTIFICATE OF DESIGNATION REGISTERED
AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGINIZED UNDER THE
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA.**

1. The name of the Corporation is:

Think! Life Foundation, Inc.

2. The name and address of the registered agent and office is:

Fernando Jose Ramos
1454 Ocean Reef Road
Wesley Chapel, Florida 33544

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08 APR 24 AM 9:32

APPROVED
AND
FILED

Think! Life Foundation, Inc.

By: 

Fernando Jose Ramos
President

Date: 04-21-08

HAVING BEEN NAMED AS REGISTERED AGRENT AND TO ACCEPT SERVICE
OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE
DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT
AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES,
AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY
POSITION AS REGISTERED AGENT.



FERNANDO JOSE RAMOS

04-21-08
DATE