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W. E. Bishop, Jr., P.A.

ATTORNEY AT LAW

GERRI FIELD LEGAL ASSISTANT 352 / 237-9225 FAX 352 / 861-2851 7743 S.W. S.R. 200 OCALA, FLORIDA 34476

May 2, 2008

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

Re:

Training Up A Child, Inc.

A Florida Non-Profit Corporation

Gentlemen:

Enclosed is the original and one copy of Articles of Incorporation of Training Up A Child, Inc., a Florida Non-Profit Corporation. Also enclosed is our Trust Account check in the amount of \$87.50 covering:

Filing fee	\$35.00
Resident Agent fee	35.00
Certified copy	_8.50
TOTAL	\$87.50

If anything additional is required, please advise.

Sincerely,

W. E. BISHOP, JR., P. A.

(Mrs.) Gerri Field Legal Assistant

/f

enclosures

ARTICLES OF INCORPORATION OF TRAINING UP A CHILD, INC.. A Florida Non-Profit Corporation

ARTICLE I-NAME

The name of this corporation is TRAINING UP A CHILD, INC. The mailing address is 5907 NW 65th Street, Ocala, Florida 34482.

ARTICLE II - REGISTERED AGENT/OFFICE

The initial registered office or mailing address of the corporation is:

VICKIE L. SLAGLE 5907 NW 65th Street Ocala, Florida 34482

ARTICLE III - PURPOSE

This Corporation is organized exclusively as a non-profit organization and is not formed for pecuniary profit or financial gain. The Corporation is authorized to perform any lawful act or activity for which corporations not-for-profit may be formed under Chapter 617, F.S., the Florida Not For Profit Corporation Act. Notwithstanding any other provision of these Articles to the contrary, the Corporation shall not have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501.(c)(13) of the Internal Revenue Code; nor shall the Corporation engage directly or indirectly in any activity which would cause the loss of such qualifications. The Corporation shall distribute its revenue at such time and such manner so as to not subject the Corporation to tax under Section 4942 of the Code.

The purpose of this Corporation is for any lawful purpose or purposes not for pecuniary profit and not specifically prohibited to corporations under other laws of this state, including charitable, benevolent, eleemosynary, educational, historical, civic, patriotic, political, religious, social, fraternal, literary, cultural, athletic, scientific, agricultural, horticultural, animal husbandry, and professional, commercial, industrial, or trade association purposes.

ARTICLE IV – MEMBERS

The members of the Corporation shall consist of the individuals comprising the Board of Directors as hereinafter provided, and their successors in office. The qualifications for membership in the Corporation shall be determined and modified as provided in the By-laws.

ARTICLE V – SUBSCRIBERS AND INITIAL BOARD OF DIRECTORS

The Corporation shall have one director initially. The number of Directors may be increased from time to time by the By-laws, but shall never be less than one. The name and address of the initial director of this corporation is:

VICKIE L. SLAGLE, 5907 NW 65th Street, Ocala, Florida 34482

The name and address of the person signing these Articles of Incorporation is:

VICKIE L. SLAGLE, 5907 NW 65th Street, Ocala, Florida 34483

ARTICLE VI – OFFICERS

The officers and their manner of election shall be as provided in the By-laws. The initial persons who are to serve as officers of the Corporation until the first meeting of the Board of Directors or until their successors are elected are:

President/Secretary/Treasurer VICKIE L. SLAGLE

ARTICLE VII – AMENDMENT OF ARTICLES OF INCORPORATION

The corporation reserves the right to amend the articles in any manner now or hereafter permitted by law as provided by the By-laws.

ARTICLE VIII - TITLE TO PROPERTY

Title to all property of the Corporation shall be held in the name of the Corporation or as otherwise may be provided pursuant to the authority of the Bylaws of the Corporation. Any gift, bequest, devise or donation of any kind whatsoever to the Corporation or the Board of Directors shall be deemed to vest title in the Corporation.

ARTICLE IX – PROHIBITED ACTIVITIES

1. Prohibition on Private Inurement. Notwithstanding any other provision of these Articles to the contrary, no part of the net earnings, current of accumulated, or property of the Corporation shall inure to the benefit of, or be distributed to, any member, Director, Officer, or other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to

make payment and distributions in furtherance of the purposes set forth in these Articles.

- 2. Prohibition on Dividends. Notwithstanding any other provision of these Articles to the contrary, the Corporation shall not have the power to declare dividends.
- 3. Limitation on Lobbying Activities. Notwithstanding any other provision of these Articles to the contrary, no substantial part of the Corporation shall be for the purpose of attempting to influence legislation.
- 4. Prohibition on Intervening in Political Campaigns. Notwithstanding any other provision of these Articles to the contrary, 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.
- 5. Tax Exempt Status. Notwithstanding any other provision of these Articles to the contrary, 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)(13) of the Code, or (b) by a corporation, contributions to which are deductible under Sections 170(a)(2), 2055(a)(2), and 2522(a)(2) of the Code.
- 6. Self-Dealing. The Corporation shall be prohibited from engaging in any act of self-dealing (as defined in Section 4941(d) of the Code).
- 7. Excess Business Holdings. The Corporation shall be prohibited from retaining any excess business holding (as defined in Section 4941(d) of the Code) which would subject the Corporation to tax under Section 4945 of the Code.
- 8. Jeopardizing Investments. The Corporation shall be prohibited from making any investments or otherwise acquiring assets in such a manner so as to subject the Corporation to tax under Section 4944 of the Code. Further, the Corporation shall be prohibited from retaining any assets which could subject the Corporation to tax under Section 4944 of the Code, if the Directors have acquired such assets.
- 9. Taxable Expenditures. The Corporation shall be prohibited from making any taxable expenditures (as defined in Section 4945(d) of the Code).

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee, or any former officer, director or employee, to the fullest extent permitted by law.

ARTICLE XI - LIQUIDATION

Upon liquidation or dissolution of the Corporation, assets, if any, are remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed to one or more organizations qualified as exempt under Section 501(c) of the Code.

IN WITNESS WHEREOF, the undersigned Incorporator, VICKIE L. SLAGLE, has hereunto set her hand and seal this <u>23</u> day of April, 2008, for the purpose of forming this Corporation not-for-profit, under the Florida Not-For-Profit Corporation Act.

Vickie L. Slagle

ACCEPTANCE OF RESIDENT AGENT

I am familiar with and accept the duties and responsibilities as Registered Agent for this Corporation.

Vickie L. Slagle

STATE OF FLORIDA COUNTY OF MARION

The foregoing instrument was acknowledged before me this 23 day of April, 2008, by VICKIE L. SLAGLE, who is (4) is not (1) personally known to me of provided a _____ as identification, and who did not take an oath.

Notary Public, State of Florida

My Commission expires:

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