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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Handwritten signature]*  
6/5/

**CEPHAS S. TARDZER, LLC.**  
**704 Dromedary Drive**  
**Kissimmee, FL 34759-4206**

Tel: (863) 588-1565  
Cell: (863) 521-3532  
e-Mail: cstardzer@aol.com

June 2, 2008

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

**SUBJECT: TRANSATLANTIC OUTREACH, INC.**  
(Proposed Corporate Name)

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

**FROM: CEPHAS S. TARDZER**  
Name

**704 DROMEDARY DRIVE**  
Address

**KISSIMMEE, FL 34759-4206**  
City, State & Zip

**863-521-3532**  
Daytime Telephone Number

**ARTICLES OF INCORPORATION**  
In Compliance With Chapter 617, F. S., (Not for Profit)  
**TRANSATLANTIC OUTREACH, INC.**

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Florida, do hereby certify:

**ARTICLE I: NAME**

The name of the corporation shall be Transatlantic Outreach, Inc.

**ARTICLE II: PRINCIPAL OFFICE**

The place in this State where the principal office of the Corporation is to be located is the city of Kissimmee, Polk County, and the mailing address of this corporation shall be:

704 Dromedary Drive  
Kissimmee, FL 34759-4206

**ARTICLE III: PURPOSE**

The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes,

- (i) The making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (iii) Partnering and cooperating with grass-root community based agencies working to reduce poverty, disease, homelessness, violence, broken families, and providing adult education or after school programs.
- (iv) Organizing fundraising drives and grant search activities from time to time to secure funding for its programmed activities; and.
- (v) Carrying out any other functions authorized under Section 617.0202 of the Florida Statutes.

**ARTICLE IV: BOARD OF DIRECTORS - MANNER OF SELECTION**

There shall be a Board of Directors made up of subscribers to these Articles of Incorporation. Additional board membership may be conferred on other persons nominated and approved by the Board. The number of Directors at any one time may not exceed twelve (12) natural persons, and the manner in which Directors may be nominated and elected is stipulated in Article III of the Bylaws of this corporation.

**ARTICLE V: INITIAL DIRECTORS AND OFFICERS**

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

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Cephas S. Tardzer  
704 Dromedary Drive  
Kissimmee, FL 34759

Philip Williams  
5145 Swearngan Road  
Charlotte, NC 28216

Eulises Nieves  
6109 James Dupree Lane  
Acworth, GA 30102

**ARTICLE VI: MEMBERSHIP**

The corporation shall have no members.

**ARTICLE VII: POWERS AND VOTING RIGHTS**

This corporation, its directors, and officers shall exercise all corporate powers as provided in the Florida Statutes and shall have the right to vote at the meetings of the Board of Directors.

**ARTICLE VIII: OFFICERS**

The affairs of the corporation shall be managed by a President, a Vice-President, a Secretary, and Treasurer who will be elected for a period of four (4) years. The names of the initial officers who will serve until the first election of officers is held by the corporation are:

Cephas S. Tardzer, President  
Eulises Nieves, Treasurer  
Philip Williams, Secretary

**ARTICLE IX: PROHIBITED ACTS**

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, 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 distributions in furtherance of the purposes set forth in Article III hereof.

(b) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code.)

(c) The corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

(d) Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any 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 or the corresponding section of any future federal tax code, or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(e) The corporation shall not engage in any act of self-dealing as defined in Section 4941 of the Internal Revenue Code nor shall it retain any excess business holdings as defined in Section 4943(c) of the Code.

**ARTICLE X: DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue 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 XI: BYLAWS**

Bylaws will be adopted by the initial Board of Directors or the initial bylaws may be adopted or the initial bylaws may be repealed or amended in whole or in part at an annual meeting of the Board, but any such resolution repealing or amending the initial bylaws or adopting new bylaws shall require a vote of not less than two-thirds (2/3) of the Directors present and entitled to vote.

**ARTICLE XII: INCORPORATOR**

The name and mailing address of the incorporator is:

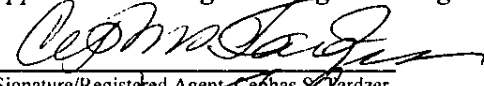
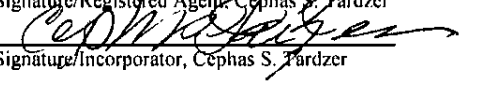
Cephas S. Tardzer  
704 Dromedary Drive  
Kissimmee, FL 34759-4206

**ARTICLE XIII: INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and street address of the Registered Agent at the offices of the corporation is:

Cephas S. Tardzer  
704 Dromedary Drive  
Kissimmee, FL 34759-4206

XX  
Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Signature/Registered Agent, Cephas S. Tardzer  
  
\_\_\_\_\_  
Signature/Incorporator, Cephas S. Tardzer

06/01/2008  
\_\_\_\_\_  
Date  
06/01/2008  
\_\_\_\_\_  
Date

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