

NO8000010302

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300137731943

11/07/08--01002--016 **78.75

RECEIVED
08 NOV -7 PM 3:05
OFFICE OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
2008 NOV -7 P 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

80-01-11
26

ARTICLES OF INCORPORATION
OF THE LEARNING CENTER OF PLANT CITY
AT
THE FIRST PRESBYTERIAN CHURCH OF
PLANT CITY, FLORIDA, INC.

A FLORIDA NOT FOR PROFIT CORPORATION

FILED
2008 NOV -7 P 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is THE LEARNING CENTER OF PLANT CITY AT THE FIRST PRESBYTERIAN CHURCH OF PLANT CITY, FLORIDA, INC. (the "Corporation"), and the same is hereby organized by the undersigned to form a nonprofit corporation under the Florida Not For Profit Corporation Act, Fla. Stat. § 617.01011, et seq.

ARTICLE II - DURATION

The term of existence of the Corporation is perpetual, and the Corporation's existence will commence on the filing of these Articles by the Secretary of State.

ARTICLE III - NON PROFIT PURPOSES AND POWERS

The purposes for which the Corporation is organized and the general nature of the business and operation of the Corporation are:

(a) Exclusively for literary and educational purposes, including for such purposes, being and dealing with other organizations that qualify as exempt

organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code");

(b) To operate as a learning center for young children;

(c) To act as liaison between the children and other community organizations, including educational organizations, to promote the literary and educational purposes of the Corporation;

(d) To engage in any lawful purpose or purposes not for pecuniary profit, subject to the above;

(e) To see that no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, trustees, members, 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 Corporation's purposes. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence the 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. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on:

(1) by a Corporation exempt from federal income tax under Section 501(c)(3) of the Code; or

(2) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provision of any future revision of the United States Internal Revenue Law);

(3) by a Corporation, gifts to which are deductible for federal gift tax purposes under Section 2522(a)(2) of the Code; or

(4) by a Corporation, testamentary dispositions to which are deductible for federal estate tax purposes under Section 2055(a) of the Code.

(f) To conduct programs and activities; raise funds; request and receive grants, gifts and bequests of money; acquire, receive, hold, invest and administer, in its own name, securities, funds, objects of value, or other property, real or personal, and make expenditures to or for the direct or indirect benefit of the Corporation or its or other charitable purposes; and

(g) If the Corporation shall be or become a private foundation as such term is defined by Section 509 of the Code, then the Corporation shall be required to distribute its income for each taxable year to such time and such manner as not to subject it to tax under Section 4942 of the Code, and the Corporation shall be prohibited from engaging in any act of self-dealing (as defined in I.R.C. § 4941(d)), from making any investments in such manner to

subject the Corporation to tax under Section 4944 of the Code, and from making any taxable expenditures (as defined in I.R.C. § 4945(d)). The statutory references in this paragraph are to the Internal Revenue Code of 1986, and the regulations thereunder, as they now exist and may hereafter be amended from time to time.

ARTICLE IV - ADDRESS

The initial address of the principal office of this Corporation in the State of Florida is: 407 West Mahoney Street, Plant City, Florida 33563. The mailing address of the Corporation in the State of Florida is: 407 West Mahoney Street, Plant City, Florida 33563.

ARTICLE V - REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation shall be located at 407 West Mahoney Street, Plant City, Florida 33563. The initial registered agent of the Corporation at that address shall be JAN LAGRONE.

ARTICLE VI - INCORPORATORS

The names and residence addresses of the incorporators of these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
REVEREND DOCTOR DAVID DELPH	4309 Thonotosassa Road Plant City, Florida 33565
MARTHA LASETER	1001 W. Pinedale Drive Plant City, Florida 33563

JOANNE MCFARLAND

703 W. DeVane Street
Plant City, Florida 33563-
2449

WALLACE CARTER

3503 Sandburg Loop
Plant City, Florida 33566

JOANN COATES

2104 S. Forbes Road
Plant City, Florida 33566

JAN LAGRONE

2717 Golf Lake Drive
Plant City, Florida 33566

ARTICLE VII - MEMBERSHIP

The Board of Directors shall constitute the Membership of the Corporation. Members of the Corporation shall constitute all directors sitting as the duly elected and/or appointed Board of Directors, in accordance with the By-laws of the Corporation. Members are subject to approval, acceptance and dismissal by the Board of Directors. No stock shall be issued.

ARTICLE VIII - CONDUCT OF CORPORATE AFFAIRS

The business, operations, and affairs of the Corporation will be conducted in the following manner:

Board of Directors: The Board of Directors shall have all corporate authority, management authority, and supervisory authority over the officers of the Corporation. The initial Board of Directors shall serve in accordance with the By-laws until the Annual Meeting of Members, at which time directors will be elected in accordance with the By-laws. The Board of Directors shall appoint officers and delegate authority, as is necessary, to operate the business and affairs of the Corporation in accordance with the By-laws of the Corporation.

There shall be at least seven (7), but no more than eleven (11), Members of the Board of Directors. At all times a majority of the Members of the Board of Directors shall be members of The First Presbyterian Church of Plant City, Florida, Inc. ("FPCPC"). The Members of the initial Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
REVEREND DOCTOR DAVID DELPH	4309 Thonotosassa Road Plant City, Florida 33565
MARTHA LASETER	1001 W. Pinedale Drive Plant City, Florida 33563
JOANNE MCFARLAND	703 W. Devane Street Plant City, Florida 33563- 2449
WALLACE CARTER	3503 Sandburg Loop Plant City, Florida 33566
JOANN COATES	2104 S. Forbes Road Plant City, Florida 33566
JAN LAGRONE	2717 Golf Lake Drive Plant City, Florida 33566

Annual Meeting of Members: Each year the Corporation shall hold an Annual Meeting of Members. Each Member will have one vote. Appropriate business of the Corporation will be considered and motions may be made and resolutions and decisions made by the Board of Directors, which has sole authority for making decisions on behalf of the Corporation. No action by any Member shall in any way bind or commit the Board of Directors in the conduct of the corporate affairs.

ARTICLE IX - OFFICERS

The names and addresses of the initial officers of the Corporation are:

<u>NAME and ADDRESS</u>	<u>OFFICE</u>
JAN LAGRONE 2717 Golf Lake Dr. Plant City, Florida 33563	CEO AND CHAIRMAN
DOCTOR WILLIAM MIDYETTE 4109 James L. Redman PKWY Plant City, Florida 33567	VICE-CHAIRMAN
MARTHA LASETER 1001 W. Pinedale Dr. Plant City, Florida 33563	SECRETARY
JOANNE McFARLAND 703 W. Devane Street Plant City, Florida 33563-2449	TREASURER

ARTICLE X - DISSOLUTION

The Board of Directors alone has the power to determine to dissolve this Corporation. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all assets of the Corporation exclusively to the FPCPC or the Presbytery of Tampa Bay, Inc. If such organizations are no longer in existence, or do not qualify as Section 501(c)(3) organizations under the Code, then to such an organization or organizations organized and operating exclusively for charitable, educational, religious, or scientific purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the

Code (or the corresponding provisions of any future revision of the United States Internal Revenue Law), or shall be distributed to the federal government or to a state or local government, for a public purpose, as the Board of Directors shall determine.

ARTICLE XI - DISTRIBUTIONS, TAX EXEMPT STATUS

Distributions, Assets, Tax Treatment: During such period, or periods, of time (as the Corporation is treated as a private foundation) pursuant to Section 509 of the Code, the Directors must distribute the Corporation's income at such time and in such manner so as not to subject the Corporation to tax under Section 4942 of the Code, and the Corporation is prohibited from engaging in any act of self dealing (as defined in I.R.C. § 4941(d)), which would subject the Corporation to tax under Section 4943 of the Code, from making any investments or otherwise acquiring assets in such a manner as to subject the Corporation to tax under Section 4944 of the Code, from retaining any assets which would subject the Corporation to tax under Section 4944 of the Code, if the Directors have acquired such assets, and from making any taxable expenditures (as defined in I.R.C. § 4945(d)).

Activities: Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not directly or indirectly carry on any activity which would prevent it from obtaining exemption from federal income taxation as a Corporation described in Section 501(c)(3) of the Code, or cause it to lose such exempt status, or carry on any activity not

permitted to be carried on by the Corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

IN WITNESS WHEREOF, we have hereunto subscribed our names this 19 day of SEPTEMBER, 2008.


REVEREND DOCTOR DAVID DELPH,
Incorporator


MARTHA LASETER, Incorporator


JOANNE MCFARLAND, Incorporator

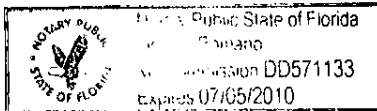
 9.19.08
WALLACE CARTER, Incorporator


JOANN COATES, Incorporator


JAN LAGRONE, Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

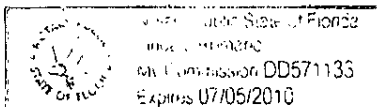
The foregoing instrument was acknowledged before me this 19 day of SEPTEMBER, 2008, by REVEREND DOCTOR DAVID DELPH, Incorporator, who declared his identity and who has produced his Florida Drivers License as personal identification.



LINDA L. ROMANO
Name: Linda L. Romano
Notary Public State of Florida
My commission expires: 7/5/2010

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

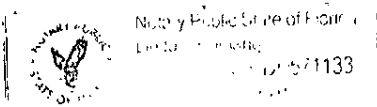
The foregoing instrument was acknowledged before me this 19 day of SEPTEMBER, 2008, by MARTHA LASETER, Incorporator, who declared her identity and who has produced her Florida Drivers License as personal identification.



LINDA L. ROMANO
Name: Linda L. Romano
Notary Public State of Florida
My commission expires: 7/5/2010

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

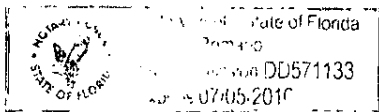
The foregoing instrument was acknowledged before me this 19 day of SEPTEMBER, 2008, by JOANNE MCFARLAND, Incorporator, who declared her identity and who has produced her Florida Drivers License as personal identification.



LINDA L. ROMANO
Name: Linda L. Romano
Notary Public State of Florida
My commission expires: 7/5/2010

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

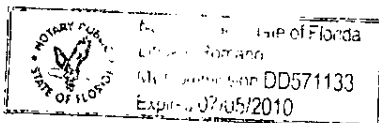
The foregoing instrument was acknowledged before me this 19 day of SEPTEMBER, 2008, by WALLACE CARTER, Incorporator, who declared his identity and who has produced his Florida Drivers License as personal identification.



LINDA L. ROMANO
Name: Linda L. Romano
Notary Public State of Florida
My commission expires: 7/5/2010

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

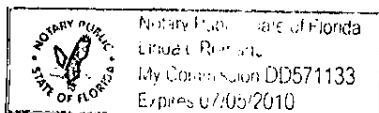
The foregoing instrument was acknowledged before me this 19 day of SEPTEMBER, 2008, by JOANN COATES, Incorporator, who declared her identity and who has produced her Florida Drivers License as personal identification.



LINDA L. ROMANO
Name: Linda L. Romano
Notary Public State of Florida
My commission expires: 7/5/2010

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

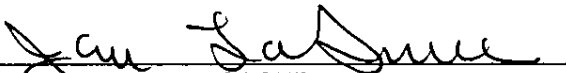
JP The foregoing instrument was acknowledged before me this 19 day of SEPTEMBER, 2008, by JAN LAGRONE, Incorporator, who declared her identity and who has produced her Florida Drivers License as personal identification.



LINDA L. ROMANO
Name: Linda L. Romano
Notary Public State of Florida
My commission expires: 7/5/2010

ACKNOWLEDGMENT:

Having been named as Registered Agent of THE LEARNING CENTER OF PLANT CITY AT THE FIRST PRESBYTERIAN CHURCH OF PLANT CITY, FLORIDA, INC., I hereby accept and agree to act in this capacity and agree to comply with the laws of the State of Florida in all respects.


Name: JAN LAGRONE
Title: Registered Agent

FILED
2008 NOV -7 P 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

The Learning Center of
Plant City at the First
Presbyterian Church of
Plant City, Florida, Inc.

White 31

Thank A Bunch!

Have a great weekend.

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____

Courier