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Richard Benham  
(Requestor's Name)

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Suite 4  
(Address)

Tallahassee, FL 32308  
(Address)

(City/State/Zip/Phone #)

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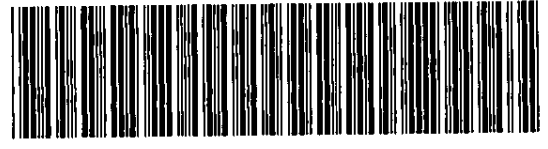
Electrics by the People Foundation, Inc.  
(Business Entity Name)

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68-5-1

**ARTICLES OF INCORPORATION**

**OF**

**Elections by the People Foundation, Inc.**

A Florida Not For Profit Corporation

**FILED**  
09 JAN -5 PM 12:44  
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TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts and executes the following Articles of Incorporation:

**ARTICLE I – Name**

The name of this corporation is **ELECTIONS BY THE PEOPLE FOUNDATION, INC.**

**ARTICLE II – Principal Office**

The principal place of business and mailing address of the corporation is:

2910 Kerry Forest Pkwy - STE D4-345  
Tallahassee, FL 32309-6828.

**ARTICLE III - Duration**

The period of duration of this corporation shall be perpetual.

**ARTICLE IV – Purposes**

This corporation is a charitable and educational not for profit corporation organized and operated to develop and distribute publicly owned software and systems for the administration of elections and for purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists or as hereafter amended (the "Code"), or the corresponding provisions of any future United States internal revenue law, including within such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.

**ARTICLE V – Manner of Election of Directors**

This corporation is a directorship corporation and the sole members of the corporation are its Board of Directors. The manner in which directors are elected or appointed is: The initial Board of Directors will be appointed by the Incorporator. Thereafter, all members of the Board of Directors are elected by the majority vote of the Board of Directors.

## **ARTICLE VI - Powers**

This corporation shall have the power to do all lawful acts or things necessary, appropriate or desirable to carry out and in furtherance of its purposes described in Article IV which are consistent with the Florida Not for Profit Corporation Act and Section 501(c)(3) of the Code.

## **ARTICLE VII - Initial Registered Agent and Street Address**

The name and Florida street address of the initial registered agent are:

Richard Benham, Esq.  
2804 Remington Green Circle  
Tallahassee, Florida 32308

## **ARTICLE VIII - Incorporator**

The name and address of the Incorporator to these Article of Incorporation are:

Richard Benham, Esq.  
2804 Remington Green Circle  
Tallahassee, Florida 32308

## **ARTICLE IX - Various**

The property of this corporation is irrevocably dedicated to tax exempt purposes under said Section 501(c)(3) as described herein and no part of the net income or net assets of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons. However, the corporation is authorized to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its tax exempt purposes.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

This corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxes under Section 501(c)(3) of the Code, or the corresponding provision of any future United States internal revenue law.

## **ARTICLE X - Dissolution**

Upon the dissolution or winding up of the corporation, or in the event it shall cease to engage in carrying out the purposes set forth in these Articles, all of the business, properties, assets and income of the corporation remaining after payment, or provision for payment, of all debts and

liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation related to the purposes of this corporation, as may be determined by the Board of Directors of this corporation in its sole discretion, and which has established its tax exempt status under Section 501(c)(3) of the Code. In no event shall any of the business, properties, assets or income of this corporation, in the event of dissolution thereof, be distributed to the directors or officers, either for the reimbursement of any sums subscribed, donated or contributed by the same, or for any other purpose.

Dated: January 5, 2009

  
\_\_\_\_\_  
Richard Benham, Incorporator

#### ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and 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.

Dated: January 5, 2009

  
\_\_\_\_\_  
Richard Benham, Registered Agent