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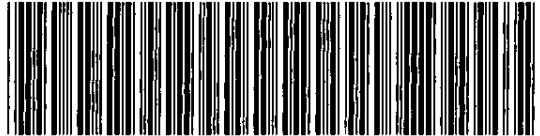
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 JAN 20 PM 4:20

FILED

JAN 21 2009

## COVER LETTER

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

**SUBJECT:** CLEAR LANGUAGE INSTITUTE INCORPORATED  
**(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)**

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

**ADDITIONAL COPY REQUIRED**

**FROM:** PETER TANNEN  
Name (Printed or typed)

333 NORTH SHORE DRIVE  
Address

SARASOTA, FLORIDA 34234  
City, State & Zip

(941) 355-4240  
Daytime Telephone number

**NOTE:** Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION  
OF  
CLEAR LANGUAGE INSTITUTE INCORPORATED

FILED  
2009 JAN 20 PM 4: 20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural person of the age of eighteen years or more, acting as incorporator of a corporation in compliance with Chapter 617, Florida Statutes (Not for Profit), adopts the following Articles of Incorporation:

*ARTICLE I: NAME*

The name of the Corporation shall be Clear Language Institute Incorporated.

*ARTICLE II: PRINCIPAL OFFICE*

The principal street and mailing address of the Corporation is 333 North Shore Drive, Sarasota, Florida 34234.

*ARTICLE III: PURPOSE*

The Corporation is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the improvement of literacy and understanding of the general public of proposed statutory or constitutional amendments, propositions, referenda and other public initiatives presented to the public for consideration and review. These purposes will be pursued in the broad public interest through nonpartisan research and education, presentation of nonpartisan public forums and debates, and the dissemination of nonpartisan information that can be used to improve the education and understanding of the general public about proposed statutory or constitutional amendments, propositions, referenda and other public initiatives requiring public consideration and review. At all times, notwithstanding merger, consolidation, reorganization, termination, dissolution, or winding up of the Corporation, voluntary or involuntary or by operation of law, or any other provisions hereof:

A. The Corporation shall not possess or exercise any power or authority, or engage directly or indirectly in any activity, that will or might prevent it at any time from qualifying and continuing to qualify as a Corporation described in Internal Revenue Code Section 501(c)(3) (or the corresponding provisions of any future federal tax laws), contributions to which are deductible for federal income tax purposes;

B. No part of the assets or net earnings of the Corporation shall ever be used, nor shall the Corporation ever be organized or operated, for purposes that are not exclusively charitable, educational, and scientific with the meaning of Internal Revenue Code Section 501(c)(3) (or the corresponding provisions of any future federal tax laws);

C. 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 payments and distributions in furtherance of the purposes set forth in ARTICLE III hereof;

D. 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 publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office;

E. Notwithstanding any other 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 Internal Revenue Code Section 501(c)(3) (or the corresponding provisions of any future federal tax laws), or (b) by a corporation contributions to which are deductible under Internal Revenue Code Section 170(c)(2) (or the corresponding provisions of any future federal tax laws).

F. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Internal Revenue Code Section 501(c)(3) (or the corresponding provisions of any future federal tax laws), 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 IV: MANNER OF ELECTION*

The manner in which the directors are elected or appointed shall be provided in the Bylaws. The number of members of the Board of Directors shall be set in the manner provided in the Bylaws, but in no event shall there be fewer than three directors.

#### *ARTICLE V: INITIAL DIRECTORS AND/OR OFFICERS*

The number of directors constituting the initial board of directors is three. The names and addresses, and specific titles of the persons who are to serve as the initial directors until the first annual meeting or until their successors are elected and qualified are:

Peter S. Tannen  
333 North Shore Drive, Sarasota, Florida 34234  
Director / President

Greg S. Tannen  
311 W. 55<sup>th</sup> Street, Apt. 2D, New York, New York 10019  
Director / Vice President

Ann R. Tannen  
333 North Shore Drive, Sarasota, Florida 34234  
Director / Secretary-Treasurer

To the fullest extent permitted by applicable law as the same exists or may be hereafter be amended, no director or officer of the Corporation shall be liable to the Corporation or its members (if any) for monetary damages. The private property, both real and personal, of the members of the Board of Directors and the officers of the Corporation shall not be subject to the payment of corporate debts or expenses whatsoever. Neither amendment or repeal of this paragraph of ARTICLE V, nor adoption of any provision of these Articles of Incorporation inconsistent with this paragraph of ARTICLE V, shall eliminate or reduce the effect hereof in respect of any matter occurring, or any cause of action, suit or claim that, but for this paragraph of ARTICLE V, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

*ARTICLE VI: INITIAL REGISTERED AGENT AND STREET ADDRESS*

The name of the initial registered agent is Peter S. Tannen. The address of the initial registered agent is 333 North Shore Drive, Sarasota, Florida 34234.

*ARTICLE VII: INCORPORATOR*

The name and address of the incorporator is Peter S. Tannen, 333 North Shore Drive, Sarasota, Florida 34234.

*ARTICLE VIII: EFFECTIVE DATE*

The effective date of these Articles of Incorporation shall be January 20, 2009.

*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.*

*Peter S. Jansen*

Signature/Registered Agent

*Jan 19, 2009*

Date

*Peter S. Jansen*

Signature/Incorporator

*Jan 19, 2009*

Date