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(Business Entity Name)

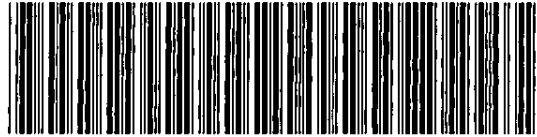
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2009 JAN 26 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers JAN 27 2009

COVER LETTER

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

SUBJECT: DON'T THINK TWICE, IT'S AN ORGANIZATION, INC.
(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: Stephen Matzuk, Esq
Name (Printed or typed)

1920 N Orange Avenue
Address

Orlando, FL 32804
City, State & Zip

407-858-3939
Daytime Telephone number

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

ARTICLES OF INCORPORATION

OF

DON'T THINK TWICE, IT'S AN ORGANIZATION, INC.

The undersigned, a natural person 18 years of age or older, herein files the following Articles of Incorporation of Don't Think Twice, It's An Organization, Inc.

These Articles of Incorporation were adopted by majority vote of the Board of Directors on January 16, 2009. There are no members or members entitled to vote on these Articles.

ARTICLE I NAME/REGISTERED OFFICE

The name of this corporation shall be Don't Think Twice, It's An Organization, located at 520 Broadway, Suite 3, Orlando, Florida, 32803.

ARTICLE II PURPOSE

This corporation is organized exclusively for charitable purposes, more specifically to sell clothing at fundraising and similar type events in order to donate any profits to assorted charities in Florida on a yearly basis. To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE III EXEMPTION REQUIREMENTS

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or others private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or

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referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV DURATION

The duration of the corporate existence shall be perpetual.

ARTICLE V MEMBERSHIP/BOARD OF DIRECTORS

The corporation shall have no members. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the corporation.

The number of Directors constituting the first Board of Directors is 3, their names and addresses being as follows:

Title: P, VP, TR, R
Christopher Sapone
520 Broadway, Suite 3
Orlando, Florida, 32803

Michael Livera
520 Broadway, Suite 3
Orlando, Florida, 32803

Kathleen Rogers
520 Broadway, Suite 3
Orlando, Florida, 32803

Members of the first Board of Directors shall serve until the first annual meeting, at which their successors are duly elected and qualified by majority vote.

ARTICLE VI
PERSONAL LIABILITY

No officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the officers or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VII
DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of by the District Court of the county in which the principal office of the organization 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 VIII
REGISTERED AGENT

The name and Florida street address of the registered agent is:

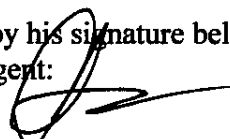
Christopher Sapone
520 Broadway, Suite 3
Orlando, Florida, 32803

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TALLAHASSEE, FLORIDA

The registered agent certifies by his signature below that he will accept the responsibilities of registered agent:

Signature:

Printed Name:



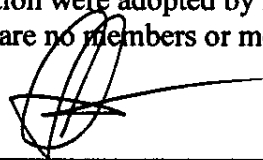
CHRISTOPHER SAPONE

These Articles of Incorporation were adopted by majority vote of the Board of Directors on January 16, 2009. There are no members or members entitled to vote on these Amendments.

Signature:

Printed Name:

Title:



CHRISTOPHER SAPONE

PRESIDENT