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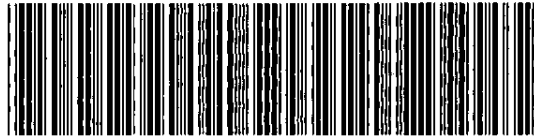
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers APR 28 2009



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PERSONAL AND BUSINESS TAX LAW

April 22, 2009

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Orlando Angels, Inc.

To Whom It May Concern:

Enclosed herewith please find Articles of Incorporation to form the above-captioned Florida not for profit corporation. Also enclosed is our check in the amount of \$78.75 representing the filing fee, Registered Agent fee and your charge for a certified copy of the Articles. When the entity has been formed, please return the certified copy to the attention of the undersigned.

Should you require additional information or have any questions, please contact us immediately. Thank you for your assistance.

Sincerely yours,


Laurence C. Hames

LCH/gaj

Enclosures

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ORLANDO ANGELS, INC.**

The undersigned, acting as the incorporator of Orlando Angels, Inc. (hereinafter referred to as the "Corporation"), does hereby adopt the following Articles of Incorporation pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes (2007) (hereinafter referred to, together with any amendments thereto and any laws replacing said Chapter 617 as the "Act"): FILED
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**ARTICLE I
NAME OF CORPORATION**

The name of the Corporation shall be Orlando Angels, Inc.

**ARTICLE II
STREET ADDRESS OF THE INITIAL PRINCIPAL OFFICE
AND MAILING ADDRESS**

The street address of the initial principal office of the Corporation, and the mailing address of the Corporation is 126 Park Avenue South, Suite A, Winter Park, Florida 32789.

**ARTICLE III
PURPOSE**

The Corporation is being formed for the primary purpose of serving as an association of like-minded individuals who desire to be part of an investment network which will provide investment capital, strategic advice and mentoring to companies. No part of the income or profit derived from the Corporation's activities, if any, may be distributed to its members, officers or directors, except to its members upon the dissolution and liquidation of the Corporation to the extent permitted by the Act. The Corporation will not invest in other companies. Instead, the members of the Corporation will have the opportunity to invest in companies who present their business plans to the Corporation for review. In addition to its primary purpose, the corporation may engage in social and educational activities related or incidental to such primary purpose.

**ARTICLE IV
BOARD OF DIRECTORS**

The Corporation shall have a board of directors comprised of no less than one (1) director. The initial directors shall be elected by the undersigned Incorporator in accordance with the applicable provisions of the Act. Thereafter, the directors of the Corporation shall be elected or appointed in accordance with the bylaws of the Corporation.

ARTICLE V
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 126 Park Avenue South, Suite A, Winter Park, Florida 32789 and the name of the initial registered agent for the Corporation at that address is Jane P. Hames.

ARTICLE VI
MEMBERSHIP

The Corporation shall have members. The qualifications and rights of the members of the Corporation, any quorum and voting requirements for meetings and activities of the members, and notice requirements sufficient to provide notice of meetings and activities of the members shall be set forth in the bylaws of the Corporation.

ARTICLE VII
TERM

The Corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VIII
NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator of the Corporation is as follows:

Jane P. Hames
126 Park Avenue South, Suite A
Winter Park, Florida 32789

ARTICLE IX
BYLAWS

The bylaws of the Corporation shall be adopted by the Corporation's initial board of directors. The power to alter, amend or repeal the bylaws or adopt new bylaws of the Corporation shall be vested in the Corporation's board of directors unless otherwise provided in the Corporation's bylaws. The bylaws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE X
AMENDMENT TO ARTICLES

The power to amend or amend and restate these Articles of Incorporation shall be vested solely in the Corporation's board of directors.

IN WITNESS WHEREOF, the undersigned incorporator has hereto set her hand and seal on this 17th day of April, 2009 for the purpose of forming this not for profit corporation under the laws of the State of Florida.


Jane P. Hames, Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent for Orlando Angels, Inc., a Florida not for profit corporation.


Jane P. Hames

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