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MECHANIK NUCCIO HEARNE & WESTER, P.A.

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Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

The Urban Charrette, Inc.

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**ARTICLES OF INCORPORATION
OF
THE URBAN CHARRETTE, INC.
(A CORPORATION NOT FOR PROFIT)**

I, the undersigned, for the purpose of forming a corporation for charitable, scientific, literary and educational purposes under Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

Article I. Name and Principal Office

The name of this corporation is THE URBAN CHARRETTE, INC., and it shall have a principal street address at 2010 E. Palm Avenue, #15309, Tampa, Florida 33605. The mailing address of this corporation is P.O. Box 76576, Tampa, Florida 33675. The Board may from time to time move the principal office of this corporation to any other address in the State of Florida without amending the Articles.

Article II. Purpose

This corporation is formed exclusively for charitable, scientific, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as that section may from time to time be amended, and, to that end, to do the following:

- a. To improve the built environment through design, education, research and community collaboration;
- b. To do any and all lawful acts and things, alone or in cooperation with other persons or organizations, which may be necessary, useful, suitable or proper for the furtherance, accomplishment, or attainment of any or all of the purposes or powers of this corporation, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes.

Article III. Powers

Subject to the provisions of Article II, this corporation shall have all powers conferred by the laws of the State of Florida upon not for profit corporations.

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Article IV. Membership

The membership of this corporation shall initially consist of the initial directors of this corporation, and thereafter, such other persons as set forth in the Bylaws of this corporation (the "Bylaws").

Article V. Term of Existence

This corporation shall exist perpetually, commencing on the date these Articles are filed with the Florida Secretary of State.

Article VI. Board of Directors

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall initially have three (3) directors. The directors shall be elected as provided in this corporation's Bylaws.

Section 2. The names and addresses of the persons who shall serve as initial directors are as follows:

Taryn Sabia	2010 E. Palm Avenue, #15309 Tampa, FL 33605
Evan Johnson	935 E. 11 th Avenue Tampa, FL 33605
Adam Fritz	2010 E. Palm Avenue, #15309 Tampa, FL 33605

Section 3. The term of service of each director shall be one year.

Section 4. The number of directors may be changed from time to time, by amendment to the Bylaws, but shall never be fewer than three.

Article VII. Registered Office and Registered Agent

The initial registered agent, and the street address of the initial registered office, shall be Adam Fritz, 2010 E. Palm Avenue, #15309, Tampa, Florida 33605.

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Article VIII. Bylaws

Section 1. The power to adopt Bylaws for this corporation, to alter, amend, or repeal said Bylaws, and to adopt new Bylaws shall be vested in the Board of Directors of this corporation.

Section 2. The Bylaws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided that the Bylaws are not inconsistent with the provisions of these Articles of Incorporation or contrary to the laws of the State of Florida or of the United States.

Article IX. Incorporator

The name and address of the incorporator is David M. Mechanik, 305 S. Boulevard, Tampa, Florida 33606.

Article X. Use of Income

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any member, officer, director, or other private individual (except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to make payments and distributions in furtherance of the corporation and reimburse individuals for reasonable expenses incurred for the benefit of the corporation), and no member, director, officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

Article XI. Prohibited Activities

Notwithstanding any other provision in these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as that Section may from time to time be amended.

Article XII. Dissolution

Upon dissolution of the corporation, all of its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or as that Section may from time to time be amended, or shall be distributed to the federal government, or to a state or local government, for a public purpose, and none of the assets will be distributed to any member, officer, or director of this corporation.

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Article XIII. Non-Stock Basis

This corporation is organized upon a non-stock basis.

The undersigned subscribing incorporator has hereunto set his hand and seal as of May, _____, 2009, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

David M. Mechanik

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

The foregoing instrument was acknowledged before me this 28th day of May, 2009, by David M. Mechanik, who is personally known to me.

Karl W. May
Notary Public State of Florida

Notary Public State of Florida

Notary's Printed Name _____
My Commission Expires _____



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CERTIFICATE DESIGNATING REGISTERED AGENT

In compliance with Sections 48.091 and 617.0501, Florida Statutes, the following is submitted:

That The Urban Charrette, Inc., desiring to organize under the laws of the State of Florida, has named Adam Fritz, 2010 E. Palm Avenue, #15309, Tampa, Florida 33605, as its agent to accept service of process within the State of Florida.

DATED as of the 28 th day of May, 2009.

By: David M. Mechanik
David M. Mechanik, its Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at a place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, and all other statutes relative to the proper and complete performance of my duties as registered agent.

Adam D. Fritz
Registered Agent

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