

N09000005304

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

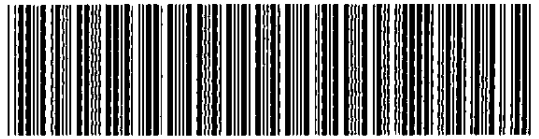
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900156555269

05/29/09--01029--026 \*\*87.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2009 MAY 29 PM 3:43

for 6/01/09

## COVER LETTER

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

SUBJECT: 2gether wii can! 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: LIZAIDA RIOS  
Name (Printed or typed)

3004 PARKWAY BLVD. STE. # 311  
Address

KISSIMMEE, FLORIDA 34747  
City, State & Zip

407-484-2147  
Daytime Telephone number

gulem1@msn.com  
E-mail address: (to be used for future annual report notification)

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

FILED  
CLERK OF STATE  
DIVISION OF CORPORATIONS  
2009 MAY 29 PM 3:44

**STATE OF FLORIDA  
NON-PROFIT CORPORATION  
ARTICLES OF INCORPORATION  
OF**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2009 MAY 29 PM 3:44

**2gether wii can! inc.**

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a "Not for Profit" Corporation under Chapter 617 of the Florida Statutes.

**ARTICLE 1 – NAME**

The name of the Corporation is **2gether wii can! inc.** (hereinafter called the "Corporation")

**ARTICLE 2 – PURPOSE OF CORPORATION**

The Corporation is organized exclusively for charitable, religious, educational, and/or scientific purpose, 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, or the corresponding section of any future tax code.

**ARTICLE 3 – PROHIBITIONS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Second hereof. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these article, 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 section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future tax code.

#### **ARTICLE 4 – DIRECTORS**

The Directors, number of directors and duration of directors and Officers term, shall be determined and elected upon by a majority vote of the Members as stated in the bylaws of this Corporation. The Initial Directors and/or Officers of the Corporation shall be:

Henry Rios – Director/Chairman of the Board & Secretary  
Mauricio Sánchez – Director  
Victor Rosa – Director

Whose mailing addresses shall be the same as the principal address of the Corporation.

#### **ARTICLE 5 – PRINCIPAL OFFICE**

The address of the principal office of this Corporation is 3004 Parkway Blvd. # 311 Kissimmee, Florida 34747 and the mailing address is the same.

#### **ARTICLE 6 – INCORPORATOR**

The name and street address of the incorporator of this Corporation is: Lizaida Ríos 3004 Parkway Blvd. # 311 Kissimmee, Florida 34747.

#### **ARTICLE 7 – TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

#### **ARTICLE 8 – CAPITAL STOCK**

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

#### **ARTICLE 9 – QUALIFICATIONS OF MEMBERSHIP**

The categories of membership, qualifications for membership and the manner of admission shall be set forth in and regulated by the By Laws of the Corporation.

#### **ARTICLE 10 – VOTING RIGHTS**

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

#### **ARTICLE 11 – LIABILITIES FOR DEBTS**

Neither the members nor the members of the Board of Directors or Officers of the Corporation shall be liable for the debts of the Corporation.

## **ARTICLE 12 – REGISTERED AGENT AND REGISTERED OFFICE**

The name and address of the registered agent of this Corporation is Lizaida Ríos - 3004 Parkway Blvd. # 311, Kissimmee Florida 34747. The initial address of registered office of this Corporation is 3004 Parkway Blvd. # 311 Kissimmee, Florida 34747.

## **ARTICLE 13 – AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the members, and approved at a members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

## **ARTICLE 14 – DISSOLUTION**

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by the 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 15 – INDEMNIFICATION**

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

## EXECUTION

IN WITNESS WHEREOF, the undersigned has hereunto set their hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 28 day of May, 2009.

Lizaida Ríos

Lizaida Ríos, Incorporator

## ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Lizaida Rios having a business office identical with the registered office of the Corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligation of the position of Registered Agent under the applicable provisions of the Florida Statutes.

Lizaida Ríos

Lizaida Ríos, Registered Agent

5/28/2009

Date

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2009 MAY 29 PM 3:44