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#### **COVER LETTER**

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

SUBJECT: 5 ccessfol Alliances (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)			
one (1) copy of the Artic	cles of Incorporation and a	a check for :	
Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy	\$87.50 Filing Fee, Certified Copy & Certificate	
	ADDITIONAL COPY REQUIRED		
FROM: KISMET RIDEAU Name (Printed or typed)			
2033 Tojaques Place			
	one (1) copy of the Articology  15.75  Filing Fee & Certificate of Status	one (1) copy of the Articles of Incorporation and a  \$78.75  Filing Fee & Certificate of Status  ADDITIONAL CO  Name (Printed or typed)	

850,380,6109 Daytime Telephone number

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

### FILED

## SUCCESSFUL ALLIANCES, INC. ARTICLES OF INCORPORATION

2009 JUL 13 A 6: 45

The undersigned citizens of the United States, desiring to form a not For Profit Statutes, desiring to form a not For Profit Corporation Act, Chapter 617, Florida Statutes, certify and acknowledge the following:

#### **ARTICLE I - NAME**

The name of the corporation shall be Successful Alliances, Inc. (the "Corporation").

#### **ARTICLE II – DURATION**

The duration of the Corporation shall be perpetual.

#### <u>ARTICLE III – PRINCIP</u>AL OFFICE & MAILING ADDRESS

The principal office and mailing address of the Corporation shall be 2033 Tujaques Place Pensacola, Florida 32505.

#### **ARTICLE IV - PURPOSES**

The Corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of § 501 (c)(3) of the Internal Revenue Code, as may be amended.

#### <u>ARTICLE V – ELECTION OF CORPORATE DIRECTORS</u>

The directors of the Corporation shall be elected in accordance with methods and qualifications specified in the bylaw of the corporation. In no event, shall the number of directors be fewer than three.

#### <u>ARTICLE VI - POWERS</u>

The powers of the Corporation shall be provided in the bylaws of the Corporation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of § 501 (c)(3) of the Internal Revenue Code, as may be amended:

1. No part of the net earning of the Corporation shall inure to the benefit of, or be distributed to its members, directors, officers or other private interests. However, the Corporation shall be authorized and empowered to pay reasonable flat salary for services

Prepared by Jermane L. Wright Florida Bar No. 0014888 Wright James & Boston, P.C. 301 N. Barcelona Street Pensacola, FL 32501 904-403-4968 rendered by its employees and to make payments and other distributions in furtherance of the purpose set forth in Article IV.

- 2. Only an insubstantial amount of the activities of the Corporation shall be in furtherance of a purpose not set forth in Article IV.
- 3. Only an insubstantial amount of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, within the meaning of § 501 (c)(3) of the Internal Revenue Code, as may be amended, unless the Corporation elects the provisions of § 501(h) of the Internal Revenue Code, as may be amended.
- 4. In no event shall the Corporation have power to participate in, or intervene in, including the publishing or distributing of statements, any political campaign on behalf of, or in opposition to, any candidate for public office, all within the meaning of § 501 (c)(3) of the Internal Revenue Code, as may be amended.
- 5. In the event the Corporation chooses to litigate, using its own staff attorneys on behalf of its members or other clients, the Corporation shall comply with the guidelines provided within Revenue Procedure 92-59, 1992-2 C.B. 411-12, as may be amended, superseded or modified. The bylaws of the Corporation shall adopt these provisions accordingly.

#### <u>ARTICLE VII – MEETINGS</u>

After incorporation, the appropriate members of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes, as amended. The board of directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all directors participating to simultaneously hear one another. A director participating in such a meeting is deemed present at the meeting. In the alternative, the board of directors may take actions through signed e-mail communications provided all board members agree.

#### **ARTICLE VIII - INCORPORATOR**

The name and street address of the incorporator are:

<u>Name</u> Address

Kismet J. Rideau 2033 Tujaques Place Pensacola, FL 32505

#### **ARTICLE IX - DISSOLUTION**

Upon dissolution and upon payment or adequate discharge of all liabilities and obligations, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, as amended, or shall be distributed to a State or the Federal government for a public purpose.

#### ARTICLE X - REGISTERED AGENT AND OFFICE

The Registered Agent and Registered Office of the Corporation are:

Kismet J. Rideau 2033 Tujaques Place Pensacola, FL 32505

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation.

Kismet J. Rideau/Incorporato

#### ACCEPTANCE OF REGISTERED AGENT

Having been appointed the Registered Agent of the Successful Alliances, Inc., and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: 7/2/2009

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