

N 09000007153

(Registrant's Name)  
Kralovec

2507 Canterbury Cir.  
Viera FL 32955

(Address)

(City/State/Zip/Phone #)

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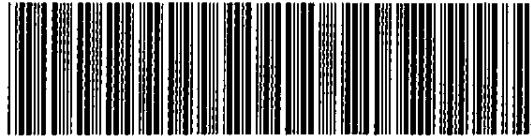
(Business Entity Name)

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2009 JUL 22 PM 4:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TEB JUL 23 2009

**ARTICLES OF INCORPORATION  
OF  
Megan's Books for Babies Inc.**

**A Florida Non-Profit Corporation**

The undersigned, desiring to form a corporation not for profit, pursuant to the Laws of the State of Florida, as contained in Chapter 617 of Florida Statutes, hereby certify as follows:

**Article I**

The name of this corporation shall be:

Megan's Books for Babies Inc.

2507 Canterbury Circle

Viera, FL 32955

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**Article II**

This not for profit corporation shall commence its perpetual existence on the date these Articles are filed with the Secretary of State.

**Article III**

The general purpose for which this not for profit corporation is organized is to establish and operate a not for profit organization. For these purposes this corporation may engage in any activity and exercise any power of authority that may be engaged in by a non-profit corporation organized under Chapter 617, Florida Statutes, as amended.

**Article IV**

- A. This corporation shall issue no stock. No part of the net earnings of the corporation shall inure to the benefit of, nor be distributable to its members, directors, 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 III hereof.

- B. No substantial part of the activities of the corporation shall be the 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 any candidate for public office.
- C. Notwithstanding any other provision of these Articles, 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, as amended, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended.
- D. Notwithstanding any other provisions of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.
- E. Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, as amended, as the Board of Directors shall determine. Any such assets not so disposed of by the Board of Directors shall be deposited with a court of competent jurisdiction in the county in which the principal office of the corporation is then located, to be distributed exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for educational and charitable purposes.

## **Article V**

The names and addresses of the persons designated to act as the initial Board of Directors of this corporation are:

Joye Kralovec, 2507 Canterbury Circle, Viera, FL 32955-President

Jay Kralovec 2507 Canterbury Circle, Viera, FL 32955-Secretary/Treasurer

Linda Burns, 2202 Carleton Drive SW, Decatur, AL 35603

Marti McCoy, 434 Carmel Drive, Melbourne, FL 32940

Lynn Millard, 839 Westport Drive, Rockledge, FL 32955

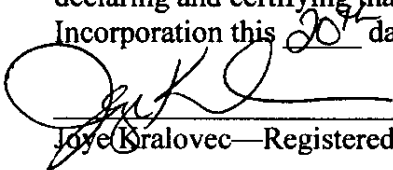
Any additional directors shall be elected or appointed in accordance with the bylaws of this not for profit corporation.

## Article VI

The street address of the initial registered office of this corporation and its initial registered agent are as follows:

Joye Kralovec, 2507 Canterbury Circle, Viera, FL 32955

IN WITNESS WHEREOF, the undersigned, being the registered agent of Megan's Books for Babies Inc., for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Incorporation this 20<sup>th</sup> day of July 2009.

  
Joye Kralovec—Registered Agent

## Article VII

The name and address of the Incorporator is: Joye Kralovec, 2507 Canterbury Circle, Viera, FL 32955.

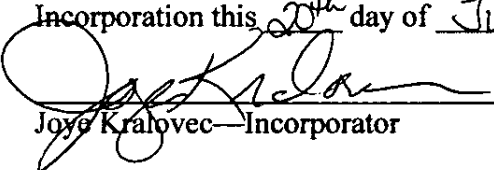
## Article VIII

By duly adopted action of the Board of Directors, this corporation may indemnify and/or insure any and all of its directors or officers or former directors or officers, to the extent permitted by law, now existing or hereinafter enacted, including without limitation, the expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding, in which they or any of them are made parties of a party by reason of being or having been directors or officers of this corporation, except in relation to matters as to which any such director or officer, or former director or officer or person, shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of his duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under the By-Laws of this corporation or pursuant to Chapter(s) 607 & 617, Florida Statutes, or otherwise.

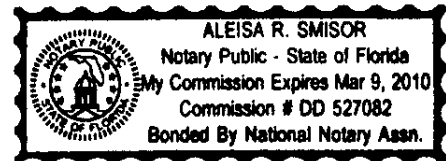
## Article IX

The property of this corporation is irrevocably dedicated to charitable and educational purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member hereof, or to the benefit of any private individual.

IN WITNESS WHEREOF, the undersigned, being the Incorporator of Megan's Books for Babies Foundation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Incorporation this 20<sup>th</sup> day of July 2009.

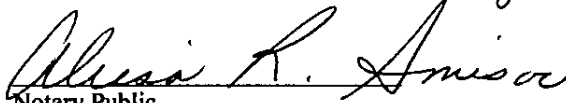
  
Joye Kralovec—Incorporator

STATE OF FLORIDA  
COUNTY OF BREVARD



BEFORE ME, the undersigned authority, personally appeared Joye Kralovec, to me known to be the person who executed the foregoing Articles of Incorporation, and she acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 20 day of July, 2009.

  
Notary Public  
My Commission Expires:

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TALLAHASSEE, FLORIDA