

W09000009603

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

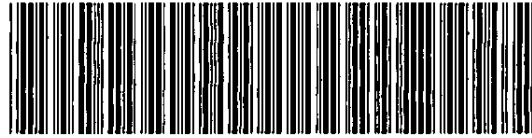
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



100158919211

08/11/09--01029--007 \*\*78.75

FILED

09 SEP 30 PM 1:18

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EP 10/5/09

W09000036552

## COVER LETTER

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

SUBJECT:                     TREE HOUSE FOUNDATION 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: ANICIA ROUNDTREE  
Name (Printed or typed)

PO BOX 541274  
Address

OPA LOCKA, FL 33054  
City, State & Zip

786.985.4734  
Daytime Telephone number

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

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 12, 2009

ANICIA ROUNDTREE  
PO BOX 541274  
OPA LOCKA, FL 33054

SUBJECT: TREEHOUSE INC.  
Ref. Number: W09000036552

We have received your document for TREEHOUSE INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6062.

Eula Peterson  
Regulatory Specialist II  
New Filing Section

Letter Number: 509A00027522

**ARTICLES OF INCORPORATION  
OF  
Tree House Foundation Inc.  
A Florida "Not for Profit" Corporation**

**FILED**  
09 SEP 30 PM 1:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I. NAME OF CORPORATION**

The name of the Corporation is **Tree House Foundation Inc.** The principal office of the Corporation is located at 14421 N.W. 13<sup>th</sup> Road, Miami, FL 33167. The mailing address of the corporation is Post Office Box 541274, Opa Locka, FL 33054.

**ARTICLE II. PERIOD OF DURATION**

The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

**ARTICLE III. PURPOSES**

The purposes for which this Corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. To raise the economic, educational and social levels of the youth and adult residents generally throughout the United States, but primarily in the State of Florida, including members of the minority community, who are substantially unemployed, underemployed, or whose income is below federal poverty guidelines; to foster and promote community-wide interest and concern for the problems of the said residents to the end that:
  - (a) educational, social, and economic opportunities may be expanded;
  - (b) sickness, poverty, crime, and environmental degradation may be lessen;
  - (c) racial tensions, prejudice, and discrimination, economic and otherwise may be eliminated;
  - (d) facilities and programs for youth and adults to further social, economic and physical development in a safe and wholesome environment will be developed and operated.
2. To aid, support, assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

3. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

4. All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

#### **ARTICLE IV. POWERS**

Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

In furtherance, but not in limitation of the foregoing charitable, educational and scientific purposes, the Corporation shall have the following powers:

1. To solicit, collect, and receive money and other assets, and to administer funds and contributions received by grants, gifts, deed, bequest or services acquired for the purposes above mentioned;

2. To invest and reinvest its funds in such mortgages, bonds, notes, debentures, shares or preferred and common stock, and property - real, personal or mixed, tangible or intangible, as the corporation's board of directors shall deem advisable and as may be permitted by law;

3. To exercise all other rights and powers conferred upon corporations formed under the Nonprofit Corporation Law of the State of Florida, provided, however, that the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers, including those specifically mentioned herein, that are not in furtherance of the specific and primary purposes of the corporation;

4. All of the foregoing purposes and powers shall be exercised exclusively for charitable, educational and scientific purposes in such a manner so that the corporation shall qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1986, and as amended.

#### **ARTICLE V. REGISTERED AGENT**

The name of the registered agent of the Corporation is Robert-Terrance Roundtree, Sr.

The address of this registered agent is 14421 N.W. 13<sup>th</sup> Road, Miami, FL 33167

## **ARTICLE VI. DIRECTORS**

1. There shall be three (3) directors if the Initial Board of Directors.
2. The method of election of the Board of Directors shall be stated in the bylaws.
3. The names and addresses of the initial Board of Directors are:

Larron B. Roundtree, Sr.  
14421 N.W. 13<sup>th</sup> Road  
Miami, FL 33167

Robert-Terrance Roundtree, Sr.  
14421 N.W. 13<sup>th</sup> Road  
Miami, FL 33167

Anicia Roundtree  
14421 N.W. 13<sup>th</sup> Road  
Miami, FL 33167

## **ARTICLE VII. EXCLUSIVITY**

The Corporation is organized exclusively for charitable and educational purposes. The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

## **ARTICLE VIII. LOBBYING AND POLITICAL CAMPAIGNS**

No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

## **ARTICLE IX. DISSOLUTION**

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the

Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

## **ARTICLE X. "PRIVATE FOUNDATION" PROVISIONS**

In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

- a.) The Corporation will distribute its income for each tax year at such time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- b.) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- c.) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- d.) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## **ARTICLE XI. 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.

## **ARTICLE XII. INCORPORATORS**

The name and address of the incorporator is Anicia Roundtree, 14421 N.W. 13<sup>th</sup> Road, Miami, FL 33167.

IN WITNESS WHEREOF, we the undersigned, being the persons named above as first directors, have executed these Articles of Incorporation on this 5 day of August, 2009

BY: Larron B. Roundtree, Sr. Larron B. Roundtree Sr.

BY: Robert-Terrance Roundtree, Sr. Robert-Terrance Roundtree Sr.

BY: Anicia Roundtree Anicia Roundtree

STATE OF FLORIDA     )  
MIAMI-DADE            )

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Larron B. Roundtree, Sr., Robert-Terrance Roundtree, Sr., and Anicia Roundtree, the persons whose names subscribed to the within instruments, provided Florida's Drivers License as identification to me, and acknowledged to me that they executed these Article of Incorporation.

Witness my hand and seal this 5 day of August, 2009.

Petra Robinson  
Notary Public

My commission expires August 2, 2011

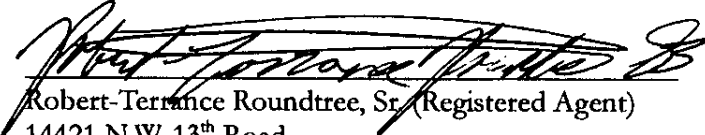
(Seal)

NOTARY PUBLIC-STATE OF FLORIDA  
Petra Robinson  
Commission #DD695731  
Expires: AUG. 02, 2011  
BONDED THRU ATLANTIC BONDING CO., INC.

## ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named as registered agent and to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby accept my appointment as registered agent for Tree House Foundation Inc., a Florida not for profit corporation, and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performances of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 5<sup>th</sup> day of August, 2009.

  
Robert-Terrance Roundtree, Sr. (Registered Agent)  
14421 N.W. 13<sup>th</sup> Road  
Miami, FL 33167

The foregoing instrument was acknowledged before me this 5 day of August, 2009.

☒ Personally known to me

         Provided          as identification

  
Signature (Notary Public)

My commission expires August 2, 2011

(Seal)

NOTARY PUBLIC-STATE OF FLORIDA  
Petra Robinson  
Commission #DD695731  
Expires: AUG. 02, 2011  
BONDED THRU ATLANTIC BONDING CO., INC.

FILED  
09 SEP 30 PM 1:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA