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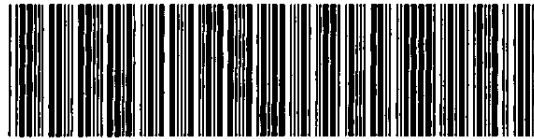
(Business Entity Name)

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2009 NOV 19 P 4:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

60-81-11
209

COVER LETTER

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

SUBJECT: The Terry A. Clark Overachievement Foundation, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☒ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Kendall E. Bonner
Name (Printed or typed)

280 Crystal Grove Blvd.
Address

Lutz, FL 33548
City, State & Zip

813-949-6008
Daytime Telephone number

Kendall.bonner@bandblawgroup.com
E-mail address: (to be used for future annual report notification)

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

FILED
2009 NOV 19 P 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
THE TERRI A. CLARK OVERACHIEVER FOUNDATION, INC.**

Pursuant to § 617.0202, *Florida Statutes*, this Florida not for profit corporation adopts the following Articles of Incorporation:

*ARTICLE I
NAME/PRINCIPAL PLACE OF BUSINESS*

The name of the corporation is THE TERRI A. CLARK OVERACHIEVER FOUNDATION, INC. The principal place of business and mailing address of the corporation is 280 CRYSTAL GROVE BLVD, LUTZ, FL 33548, in HILLSBOROUGH COUNTY.

*ARTICLE II
PURPOSE*

This corporation is organized exclusively for charitable and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3). To this end, the corporation shall provide financial scholarships and support to students and their mentors. All funds, whether income or principal, and whether gift or contribution or otherwise, shall be devoted to said purposes.

*ARTICLE III
LIMITATIONS*

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other 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 of 1986, as now enacted or hereafter amended.

4. The corporation shall not lend any of its assets to any officer or director of this corporation or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLE IV DIRECTORS/MEMBERS

The corporation shall elect its Board of Directors at an annual meeting pursuant to the corporation's by-laws after nomination or application. Election will require a majority of 51% or greater. The corporation may (but need not) have voting members, and such membership, if any, and classes thereof, shall be as defined in the corporation's bylaws. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No member or Director shall have any right, title, or interest in or to any property of the corporation.

The corporation's first Board of Directors shall be comprised of the following natural persons:

Chair – Kendall E. Bonner

Vice-Chair – Sarah Ashe

Treasurer – Judlyne Kwiatek

Secretary – Tami L. Sullivan

Executive Director – Christine T. Davenport

ARTICLE V DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VI DISSOLUTION

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, 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 federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a 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.

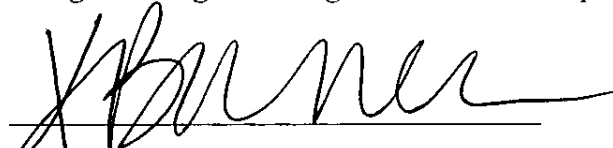
*ARTICLE VII
AFFECTIVE DATE*

The effective date shall be November 15, 2009 which is within (5) business days prior to the date of receipt by the Department of State, Division of Corporations.

*ARTICLE VIII
INITIAL REGISTERED AGENT*

The name and Florida address of the initial registered agent shall be Kendall E. Bonner located at 280 Crystal Grove Blvd, Lutz, FL 33548.

**Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept appointment as registered agent and agree to act in this capacity.*



Signature/Registered Agent

11/17/09


Date

*ARTICLE IX
INCORPORATOR*

The incorporator(s) of this corporation is:

Kendall E. Bonner – 280 Crystal Grove Blvd, Lutz, FL 33548

In witness whereof, the undersigned Officer of this corporation have executed these Articles of Incorporation on November 17, 2009.



Kendall E. Bonner, Chair