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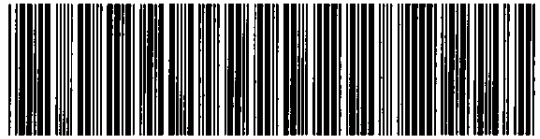
(Business Entity Name)

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09 DEC -9 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W09-51312

B McKnight DEC 09 2009

COVER LETTER

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

SUBJECT: CN4C, Inc. (aka ~ Clown Noses 4 Cancer)
(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: Michele D. McLeod "Mikki"
Name (Printed or typed)

146 Foggy Creek Road
Address

Davenport, Florida 33837
City, State & Zip

407 489 6328
Daytime Telephone number

mikkimcleod@clownnoses4cancer.org
E-mail address: (to be used for future annual report notification)

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

EIN 270979872
copy #2



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 20, 2009

MICHELE D. MCLEOD "MIKKI"
146 FOGGY CREEK ROAD
DAVENPORT, FL 33837

SUBJECT: CN4C, INC. (AKA - CLOWN NOSES 4 CANCER)
Ref. Number: W09000051312

We have received your document for CN4C, INC. (AKA - CLOWN NOSES 4 CANCER) and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing an application and submitting the appropriate fees to this office.

An effective date may be added to the Articles of Incorporation if a 2010 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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) 245-6931.

Becky McKnight
Regulatory Specialist II
New Filing Section

Letter Number: 409A00036171

ARTICLES OF INCORPORATION
OF
CN4C INC.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), a natural person 18 years of age or older, in order to form a corporate, not for profit entity, under Chapter 617 of the Florida Statutes adopts the following articles of incorporation.

ARTICLE I ~ NAME

The name of this corporation shall be CN4C Inc.

ARTICLE II ~ PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation, until otherwise fixed by the By Laws is located at 146 Foggy Creek Road, Davenport, Florida 33837; but said corporation shall have the power and authority to establish branch offices or places as may be designated by the Board of Directors.

ARTICLE III ~ PURPOSES and POWERS

This corporation is organized exclusively for charitable purposes, more specifically to honor the strength and replenish the smiles of those battling the disease. Our goal is to fill the "Laughter Fund," by raising money and awareness through comedy events. Net proceeds from each event will be distributed amongst recognized 501(c)(3) cancer related charities and used to purchase items for the "Laughter Kits" that will be sent to hospitals to cheer up patients during cancer treatments.

To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, 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) of the Internal Revenue Code, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE IV ~ EXEMPTION REQUIREMENTS

At all times shall the following operate as conditions restricting the operations and activities of CN4C Inc.

1. CN4C Inc. shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings of CN4C Inc. shall inure to the benefit of any member of the corporation, except that reasonable compensation may be paid for services rendered to or for the corporation

affecting one or more of its purposes. Such net earnings, if any, of CN4C Inc. shall be used to carry out the nonprofit corporate purposes set forth in Article II above.

2. No substantial part of the activities of CN4C Inc. 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.

3. Notwithstanding any other provision of these articles, CN4C Inc. 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, as now enacted or hereafter amended.

ARTICLE IV ~ CORPORATE POWERS

All corporate powers shall be exercised by or under the authority of and the business and affairs of this corporation shall be managed under the direction of, the directors of this corporation. This article may be amended from time to time in the By Laws of the corporation and by a majority vote of the stockholders of the corporation.

ARTICLE V ~ DURATION

The duration of CN4C Inc. existence shall be perpetual.

ARTICLE VI ~ ELECTION OF THE BOARD OF DIRECTORS

The method of election of the directors shall be set forth in the By Laws of the corporation. The number of directors of the corporation shall be no fewer than (3), but can be more than (3) as provided by the By Laws of the corporation.

ARTICLE VII ~ MEMBERSHIP / INITIAL BOARD OF DIRECTORS

CN4C Inc. shall have one or more classes of members, as provided in the corporation's bylaws. The management of the affairs of CN4C Inc. shall be vested in a Board of Directors, as defined in the corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the corporation.

The number of Directors constituting the first Board of Directors is 3, their names and addresses being as follows:

MICHELE D. MCLEOD (Mikki) ~ 146 Foggy Creek Road, Davenport Florida 33837

JAMES F. KILL ~ 14710 Croydon Street, Tampa Florida 33618

ZANE PLUMLEY ~ 11015 Groveshire Court, Ocoee Florida 34761

Members of the first Board of Directors shall serve until the first annual meeting, at which their successors are duly elected and qualified, or removed as provided in the bylaws.

ARTICLE VIII ~ PERSONAL LIABILITY

No (member) officer or Director of CN4C Inc. 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) officer, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE IX ~ INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent is 146 Foggy Creek Road, Davenport Florida 33837. The name of the initial registered agent is MICHELE D. MCLEOD (Mikki)

ARTICLE X ~ DISSOLUTION

At the time of dissolution CN4C Inc., the Board of Directors shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, dispose of all of the assets of CN4C Inc. In no case shall a disposition be made which would not qualify as a charitable contribution under Section 170(c)(1) or (2) of the Internal Revenue Code, as now enacted or hereafter amended, in such manner as the Board of Directors shall determine.

ARTICLE XI ~ BYLAWS

The Board of Directors of this corporation may provide such By Laws for the conduct of the business and the carrying out of its purposes as they may deem necessary from time to time, including, but not limited to the By Law provisions described in Chapter 617 of the Florida Statutes. The Board of Directors shall have the authority to make, alter or rescind the By Laws in the manner provided in such By Laws.

ARTICLE XII ~ AMENDMENTS

The corporation reserves the rights to amend, alter, change or repeal any provisions contained in these Articles of Incorporation by a simple majority vote of all voting rights of all members of the corporation and all rights conferred upon the members herein are granted subject to this reservation.

ARTICLE XIII ~ MISCELLANEOUS

This corporation shall comply with Section 1244 of the Internal Revenue Code of 1954 to the fullest extent possible under the current law and regulation allowed hereunder.

ARTICLE XIV ~ INCORPORATOR

The incorporator of CN4C Inc. is:

Michele D. McLeod (Mikki McLeod) ~ 146 Foggy Creek Road, Davenport, Florida 33837

The undersigned incorporator certifies that she executes these Articles of Incorporation for the purposes herein stated under the laws of the State of Florida on this 1st day of December, 2009



12.01.09

MICHELE D. MCLEOD (Mikki)

DATE

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



12.01.09

SIGNATURE/REGISTERED AGENT

DATE

~~~~~  
FILED
09 DEC -9 PM 1:16
CLERK OF STATE
TALLAHASSEE, FLORIDA