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(Address)

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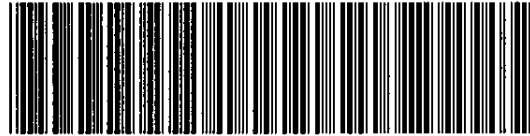
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 JUL 28 AM 8:05

APPROVED
AND
FILED



Professional Tax Consultants, Inc.

P.O. Box 7166 ♦ Winter Haven, FL 33883-7166

Winter Haven Office

314 Ave. K, S.E. ♦ (863) 294-5462

Fax: (863) 299-8907

Norma Beaver E.A

Karin G. Nelson E.A

Ronald A. Yost E.A

Lakeland Office

2225 Edgewood Dr. Ste 3 ♦ (863) 669-9690

Fax: (863) 669-9695

Mary Ann Bauerle E.A., C.F.P. ®

Charlotte Davis E.A., C.F.P. ®

July 22, 2010

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

SUBJECT: Dedra Foundation, Inc.

Enclosed are an original and two (2) copies of the Articles of Incorporation and a check in the amount of \$ 78.75 for the filing fee and a certified copy.

We would appreciate an expeditious processing of our request for incorporation.

Sincerely,

Karin G Nelson, EA
Professional Tax Consultants, Inc.
P O Box 7166
Winter Haven, FL 33883-7166
Contact E-mail: ptc@ptcfl.com

APPROVED
AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
Dedra Foundation, Inc.

The undersigned incorporators, for the purpose of forming a corporation not for profit under and pursuant to Chapter 617, *Florida Statutes*, hereby adopt the following Articles of Incorporation.

ARTICLE I.
NAME

The name of this corporation is **DEDRA FOUNDATION, INC.**

ARTICLE II.
COMMENCEMENT OF EXISTENCE

The existence of the corporation shall commence on August 1, 2010.

ARTICLE III.
PRINCIPAL OFFICE

The physical address of the principal office of the corporation is 408 Ed Carter Street, Avon Park, Florida 33825.

ARTICLE IV.

PURPOSE

The corporation is organized and shall operate for charitable and educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding Section of any prior or future Internal Revenue Code. Consistent with such limitations, the purposes of this corporation shall be to promote and support research and development in the field of brain injury and provide assistance to needy affected individuals in the "Heartland" area of Florida.

ARTICLE V.

MEMBERS

The corporation shall not be obligated or required to have any members. Nonetheless, should the board of directors of the corporation determine that the corporation shall have members, the method of selecting and admitting such members will be covered by the By-Laws of the corporation.

ARTICLE VI.

BOARD OF DIRECTORS

The business and property of this corporation shall be managed by a board of directors which shall have full control over the affairs of the corporation and shall have the authority to exercise all of its corporate powers. The board of directors shall carry out the purposes of the corporation in compliance with the Articles of Incorporation and the By-Laws of the Corporation. *The initial Board of Directors shall be appointed by the Incorporators. Thereafter,* directors will be elected as provided by the By-Laws of the corporation.

ARTICLE VII.

REGISTERED AGENT

The name and street address of the initial registered agent of the corporation is ANN R CARTER, 408 Ed Carter Street, Avon Park, FL 33825.

ARTICLE VIII.
INCORPORATORS

The Incorporators of this corporation are as follows:

Ann R Carter
408 Ed Carter Street
Avon Park, FL 33825

Edward Carter
408 Ed Carter Street
Avon Park, FL 33825

Travis B Carter
2305 W Longbottom Rd
Avon Park, FL 33825

ARTICLE IX.
LIMITATIONS AND PROHIBITED ACTIVITIES

- A. The corporation shall have no power to engage in any act or activity prohibited to corporations which are exempt from federal income taxation under Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future Internal Revenue Code.
- B. In the event of the dissolution of the corporation, the residual assets of the corporation shall be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future Internal Revenue Code, or to the federal or to a state or local government for public purposes only.

ARTICLE X.
AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by a two-thirds (2/3s) vote of those directors present at a meeting of the Board of Directors at which a quorum is present.

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FILED

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ARTICLE XI.

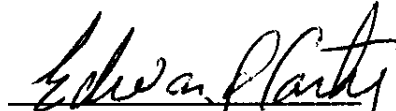
ADOPTION OF AND AMENDMENTS TO BYLAWS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The initial Bylaws of the corporation shall be adopted by a majority vote of those directors present at a meeting of the Board of Directors at which a quorum is present, but the Bylaws shall not thereafter be altered, amended, or repealed except by a two-thirds (2/3rds) vote of those directors present at a meeting of the Board of Directors at which a quorum is present.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 26th day of July, 2010.


Ann R Carter, Incorporator


Edward Carter, Incorporator


Travis B Carter, Incorporator

ACCEPTANCE BY REGISTERED AGENT

I, ANN R. CARTER, do hereby accept such office and agree to conduct myself therein according to law. I am familiar with, and accept the obligation of such office.


ANN R. CARTER, Registered Agent