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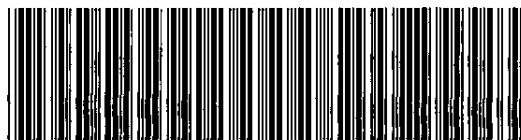
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TALLAHASSEE, FLORIDA

9-28-6
Dr.

COVER LETTER

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

SUBJECT: Positive Bounds, 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: Summer Anne Manda
Name (Printed or typed)

3138 Idlewood St.
Address

North Port, FL 34287
City, State & Zip

941-276-1614
Daytime Telephone number

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

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

Positive Bounds, Inc., A NOT-FOR-PROFIT CORPORATION

ARTICLE I NAME Positive Bounds, Inc.

1. The name of the organization shall be Positive Bounds, Inc.
2. The organization shall have a seal which shall be in the following form: The corporate seal will include the company name Positive Bounds, Inc. the State of incorporation Florida, and the date of formation.
3. The organization may at its pleasure by a vote of the membership body change its name.

ARTICLE II PRINCIPAL OFFICE

Positive Bounds, Inc.

3138 Idlewood St.

North Port, Fl. 34287

ARTICLE III PURPOSE

The following are the purposes for which this organization has been organized:

Positive Bounds, Inc. was organized exclusively for charitable and educational purposes. Specifically, Positive Bounds, Inc. is organized to provide one extracurricular activity per financially qualified child, children of parent/guardian who are financially unable to provide such activities.

Parent/guardian will be required to file a financial application showing the inability to fund such activities or by providing recent proof of welfare status.

Parent/guardian must reapply for the program on a yearly basis to prove that they are not yet able to afford activities for their child/children. Extracurricular activities will include, but are not limited to: The Performing arts, Martial Arts, Little League, Scouts, etc...;

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TALLAHASSEE, FLORIDA

thus allowing underprivileged children the opportunity to participate in positive and educational non-school related activities. Parent/guardian and children will be required to sign a contract with the company binding them to attendance, grade point averages, and positive attitudes while participating in the chosen activity.

Parent/guardian contract will include; parent/guardian will be required to stay involved with the child and the activity. They will be required to provide transportation for the child to and from the chosen activity. Parent/guardian will be required to volunteer in at least one of the Positive Bounds, Inc. fundraising events held through out the year. This showing their appreciation for the service provided.

Child's contract will include; the child will be required to attend the activity, with a positive attitude and willingness to learn and participate. The child will respect his/her self, the instructor, and peers around him/her. The child will be required to volunteer in at least one of the Positive Bounds, Inc. fundraising events held through out the year. This showing their appreciation for the service provided.

If the child has missed more than one scheduled class in a one month period, they will be required to provide a doctor's note. Recurring absences two months in a row without a note, the child will be removed from the program, thus allowing another child to benefit from the program.

The child will be required to finish the selected activity, this teaching them commitment. If the child does not fully enjoy the activity, they must first finish the committed time. After the committed time from the previous activity, they then will be allowed to choose another type. Positive Bounds, Inc. understands children change their minds, but the lesson must be understood, commitment is of utmost importance.

Funding for activities will be provided on a first come first serve basis. Children will be placed on a waiting list until funding is available for the chosen activity. There will be no discrimination, opportunities will be granted to anyone who qualifies financially. As finances come through the exact amount for one year/term of payment for a child will be placed in the payment fund. The payment will then be made on a monthly basis as long as the attendance and attitude requirements are met.

All hours will be logged weekly. Employees/directors will be required to log all volunteer hours thoroughly. Employees/directors will also be required to contact each organization who has a participating child and log attendance and attitude reports. Employees/directors will be required to contact new organizations for new children to attend special extracurricular activities.

This company will not only be providing a positive impact for children of the community, but it will also be providing a financial boost for the local economy. It will be helping the small businesses of the communities surrounding our corporation.

At no point will the company be liable for transportation or child to teacher/instructor ratio. Transportation will be required by the family of the child. Student to teacher/instructor ratio will be the requirement of the companies providing services. Positive Bounds, Inc. will only be responsible for providing payment for one activity per qualified child. Positive Bounds means positive attitudes as well. This is a service provided to people in need; it will be appreciated or taken away.

Upon the winding up and dissolution of the corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed 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.

ARTICLE IV MANNER OF ELECTION

At all meetings, except for the election of officers and directors, all votes shall be by voice. For election of officers, ballots shall be provided and there shall not appear any place on such ballot that might tend to indicate the person who cast such ballot.

At any regular or special meeting, if a majority so requires, any question may be voted upon in the manner and style provided for election of officers and directors. At all votes by ballot the chairman of such meeting shall, prior to the commencement of balloting, appoint a committee of three who shall act as "Inspectors of Election" and who shall, at the conclusion of such balloting, certify in writing to the Chairman the results and the certified copy shall be physically affixed in the minute book to the minutes of that meeting.

No inspector of election shall be a candidate for office or shall be personally interested in the question voted upon.

Membership in this organization shall be open to all who if employed by the company must earn 40 hours per week and volunteer 15 hours a month. If not employed by the company members must volunteer at least 40 hours a month. This assures knowledge of the inner workings, meaning, and motivation of Positive Bounds, Inc. At this time members may donate funds to help the cause, but they may not buy their way into membership. The company will not allow people to vote unless they understand the cause and support it.

The annual membership meeting of this organization shall be held on the

27th day of February each and every year except if such day be a legal holiday, then and in that event, the Board of Directors shall fix the day but it shall not be more than two weeks from the date fixed by these By-Laws.

The Secretary shall cause to be mailed to every member in good standing at his address as it appears in the membership roll book in this organization a notice telling the time and place of such annual meeting.

Regular meetings of this organization shall be held North Port, Fl.

The presence of not less than (65%) percent of the members shall constitute a quorum and shall be necessary to conduct the business of this organization; but a lesser percentage may adjourn the meeting for a period of not more than two weeks from the date scheduled by these By-Laws and the secretary shall cause a notice of this scheduled meeting to be sent to all those members who were not present at the meeting originally called. A quorum as herein before set forth shall be required at any adjourned meeting.

Special meetings of this organization may be called by the Chief Executive Officer (CEO) when he/she deems it for the best interest of the organization. Notices of such meeting shall be mailed to all members at their addresses as they appear in the membership roll book at least ten (10) days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom it was called. At the request of Sixty five percent (65%) percent of the members of the Board of Directors or seventy five percent (75%) percent of the members of the organization, the CEO shall cause a special meeting to be called but such request must be made in writing at least ten (10)

days before the requested scheduled date. No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

ORDER OF BUSINESS

1. Roll Call.
2. Reading of the Minutes of the preceding meeting.
3. Reports of Committees.
4. Reports of Officers.
5. Old and Unfinished Business.
6. New Business.
7. Adjournments.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

The initial officers of the organization shall be as follows:

President: Summer A. Manda

3138 Idlewood St.

North Port, Fl.

34287

Vice President: Samuel E. Strickland

5423 Jackson Ave.

Orange Park, Fl.

32065

(904) 993-3311

Secretary: Tina M. Strickland

5423 Jackson Ave.

Orange Park, Fl.

32065

(904) 993-3310

Treasurer: William R. Manda

3138 Idlewood St.

North Port, Fl.

34287

(941) 270-0002

The business of this organization shall be managed by a Board of Directors consisting of four [4] members at this time 4 is all that has been acquired, together with the officers of this organization. At least one of the directors elected shall be a resident of the State of Florida and a citizen of the United States.

Officers, directors, and trustees will be selected only based on the amount of volunteer hours submitted to Positive Bounds, Inc. for Positive Bounds, Inc. Although some directors may be paid employees, they will be required to volunteer at least 15 hours a month to the company through fundraising or maintaining office regulation such as; cleaning the office, finding fundraising opportunities. Volunteer hours will be logged separately and will not be of the same job description duties.

The directors to be chosen for the ensuing year shall be chosen at the annual meeting of this organization in the same manner and style as the officers of this organization and they shall serve for a term of four years.

The Board of Directors shall have the control and management of the affairs and business of this organization. Such Board of Directors shall only act in the name of the organization when it shall be regularly convened by its chairman after due notice to all the directors of such meeting.

Seventy five percent (75%) percent of the members of the Board of Directors shall constitute a quorum and the meetings of the Board of Directors shall be held regularly each quarter following the annual meeting.

Each director shall have one vote and such voting may not be done by proxy. The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.

Vacancies in the Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the year.

The President of the organization by virtue of his office shall be Chairman of the Board of Directors.

The Board of Directors shall select from one of their members a secretary. A director may be removed when sufficient cause exists for such removal.

The Board of Directors may entertain charges against any director. A director may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules for this hearing as it may in its discretion consider necessary for the best interests of the organization.

The President shall preside at all membership meetings.

He/she shall by virtue of his office be Chairman of the Board of Directors.

He/she shall present at each annual meeting of the organization an annual report of the work of the organization.

He/she shall appoint all committees, temporary or permanent.

He/she shall see all books, reports and certificates required by law are properly kept or filed.

He/she shall be one of the officers who may sign the checks or drafts of the organization.

He/she shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

The Vice President shall in the event of the absence or inability of the President to exercise his/her office become acting president of the organization with all the rights, privileges and powers as if he/she had been the duly elected president.

The Secretary shall keep the minutes and records of the organization in appropriate books.

It shall be his/her duty to file any certificate required by any statute, federal or state.

He shall give and serve all notices to members of this organization.

He shall be the official custodian of the records and seal of this organization.

He may be one of the officers required to sign the checks and drafts of the organization.

He shall present to the membership at any meetings any communication addressed to him as Secretary of the organization.

He shall submit to the Board of Directors any communications which shall be addressed to him as Secretary of the organization.

He shall attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.

The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization. He shall cause to be deposited in a regular business bank or trust company a sum not exceeding \$20,000 and the balance of the funds of the organization shall be deposited in a savings bank except that the Board of Directors may cause such funds to be invested in such investments as shall be legal for a non-profit corporation in this state.

He must be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it.

He shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Directors of such meeting.

He shall exercise all duties incident to the office of Treasurer.

Officers shall by virtue of their office be members of the Board of Directors. No officer shall for reason of his office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director for receiving any compensation from the organization for duties other than as a director or officer.

SALARIES

The Board of Directors shall hire and fix the compensation of any and all salaries which they in their discretion may determine to be necessary for the conduct of the business of the organization.

Compensation arrangements will be discussed and recorded in advance. No individual, contractor, or organization will ever be compensated for more than \$75,000 per year this is an unchangeable law to this organization. This will be a cap for any funds paid out to any individual or organization associated with **Positive Bounds, Inc.** At no time will the term ever change in the future of this company.

COMMITTEES

All committees of this organization shall be appointed by the Board of Directors and their term of office shall be for a period of one year or less if sooner terminated by the action of the Board of Directors.

DUES

The dues of this organization shall be 40 volunteer hours per month per annum and shall be due on or by the last business day of each month.

AMENDMENTS

These By-Laws may be altered, amended, repealed or added to by an affirmative vote of not less than seventy five percent (75%) percent of the members. Unless stated unchangeable.

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

Registered Agent: Summer Anne Manda

3138 Idlewood St.

North Port, Fl.

34287

(941) 276-1614

ARTICLE VII INCORPORATOR

Incorporator: Summer Anne Manda

3138 Idlewood St.

North Port, FL.

34287

(941) 276-1614

.....
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 the
appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent

09-12-10

Date



Signature/Incorporator

09-12-10

Date