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SECRETARY OF STATE
TALLAHASSEE FLORIDA

MRB
11/18

ND-49893

COVER LETTER

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

SUBJECT: Ransom Chorus Boosters, 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: Valerie Davis
Name (Printed or typed)

1000 Pinoak Lane
Address

Cantonment, FL 32533
City, State & Zip

(850)679-4191
Daytime Telephone number

RansomChorusBoosters@hotmail.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

RECEIVED
10 NOV -4 AM 11:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 22, 2010

VALERIE DAVIS
1000 PINOAK LANE
CANTONMENT, FL 32533

SUBJECT: RANSOM CHORUS BOOSTERS, INC.
Ref. Number: W10000049893

We have received your document for RANSOM CHORUS BOOSTERS, 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):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

An effective date may be added to the Articles of Incorporation if a 2011 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) 245-6879.

Ruby Dunlap
Regulatory Specialist II
New Filing Section

Letter Number: 110A00025070

**ARTICLES OF INCORPORATION
OF
Ransom Chorus Boosters, Inc.
A Florida "Not for Profit" Corporation**

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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 Ransom Chorus Boosters, Inc.

Article II PRINCIPAL OFFICE:

The principal office of the corporation is located at 1000 West Kingsfield Road, Cantonment, FL 32533

Article III DURATION/MEMBERSHIP:

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 IV BOARD OF Officers:/Directors

The method of selection of the Board of Officers and number of officers is as stated in the bylaws.

Officers (as stated in the Bylaws)

- ❖ **Section 1.** The officers of the Ransom Chorus Boosters shall be elected or appointed annually for one-year terms. The elected officers shall be the Chairperson, Asst. Chairperson, Treasurer, Student Account Treasurer, Secretary and Fundraiser Chairperson.
- ❖ **Section 2.** To hold an office, a member must have a student who is currently active in the Ransom Chorus program, have been in chorus for at least 1 year and must be current on their chorus fees.
- ❖ **Section 3.** Additional officers may be appointed when appropriate and necessary.
- ❖ **Section 4.** Officers shall meet as necessary or at the call of the Chairperson, Chorus Directors or at the request of three members of the general membership.
- ❖ **Section 5.** Chorus Directors will serve on the board in an advisory role.

Article V INCORPORATOR:

The name and address of the incorporator is: Traci Kent P.O. Box 452 Cantonment, FL 32533

Article VI CORPORATE PURPOSES: The purposes for which this corporation is formed is to support all aspects of the chorus program at Ransom Middle School including promoting all chorus events; providing volunteers for chorus-related activities, fundraisers; organizing and implementing fundraising initiatives; and providing financial support to the chorus program and its students.

1. This corporation is formed exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law."
2. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable or educational purposes.
3. To do any and all lawful activities which may be necessary, useful, or desirable for

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the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with other charitable groups.

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.

VII 501(c)(3) LIMITATIONS

CORPORATE PURPOSES: 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.

EXCLUSIVITY: The Corporation is organized exclusively for charitable and educational purposes.

NO PRIVATE INUREMENT: 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.

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.

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 any organization of Ransom Middle School 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.

VIII "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 a 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 investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- e.) The Corporation will not make any taxable expenditure as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future

federal tax code.

IX 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.

EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 28 day of October, 2010.

Traci Kent
Traci Kent

REGISTERED AGENT'S

ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for Ransom Chorus Boosters Inc., a Florida not for Profit Corporation. I am familiar with and accept the duties and responsibilities of Registered Agent.

Valerie Davis

Date: 10-28-2010

Valerie Davis
1000 Pinoak Lane
Cantonment, FL 32533

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