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COVER LETTER

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

SUBJECT: DREAM ACIEVERS INTERNATIONAL, 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: MICHELLE T. MARTIN

Name (Printed or typed)

1629 LEE ROAD

Address

WINTER PARK, FL 32789

City, State & Zip

407-622-7422

Daytime Telephone number

mtmartin@dreamachievers411.com

E-mail address: (to be used for future annual report notification)

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

ARTICLES
OF
DREAM ACHIEVERS INTERNATIONAL, INC.
A State of Florida Not For Profit Corporation

RECEIVED
STATE
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We, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation Not For Profit under Chapter 617 of the State of Florida's Statutes (Not for Profit), providing for the formation, liability, rights, privileges and immunities of a corporation not for profit and do hereby make, subscribe to, acknowledge and file the following Articles of Incorporation.

ARTICLE I – NAME

The name of this corporation shall be DREAM ACHIEVERS INTERNATIONAL, INC.

ARTICLE II – PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation, until otherwise fixed by the Bylaws, shall be at 1629 Lee Road, Winter Park, FL 32789, but said corporation shall have the power and authority to establish branch offices at such place or places as may be designated by the Board of Directors.

ARTICLE III – PURPOSES OF POWERS

The purposes for which this corporation is formed are:

- a. to empower underserved consumers by conducting educational workshops and seminars on consumer and financial topics.
- b. to assist clients in creating a plan to repay debt and re-establish credit by providing one on one counseling and assistance.
- c. to provide first time homebuyer education and assistance.
- d. to provide underserved homeowners with mortgage counseling assistance.
- e. to educate underserved adults on budgeting and finance to promote self-sufficiency.
- f. to assist underserved small businesses by providing education and assistance in business organization, mentoring and development.

- g. to solicit and receive and administer funds for educational and self-sufficiency purposes and to that end to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise, either absolutely or jointly with another person or corporation, any property, real personal, tangible or intangible, or any undivided interest therein, without limitation as to amount of value; to sell, convey or otherwise dispose of any such property and to invest, reinvest or deal with the principal or the income thereof in such manner as, in the judgment of the corporation's directors, will best promote the purposes of the corporation without limitation, except such limitation, if any as may be contained in the instrument under with such property is received, the Bylaws of the Corporation, or any laws applicable thereto.

In addition, in furtherance but not in limitation thereof:

The Corporation shall not carry on propaganda or otherwise attempt to influence legislation except as an insubstantial part of its activities. The corporation shall not engage in any transaction or permit any act or omission that shall operate to deprive it of its tax-exempt status under Section 501 (c) (3) of the Code. The Corporation shall not in any manner or to an extent participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office, nor shall it engage in any "prohibited transaction" as defined in Section 503 (b) of the Internal Revenue Code. In the event of dissolution or liquidation of the corporation, any assets then remaining shall be distributed among such other organizations as shall qualify at the time as exempt organization described in Code Section 501 (c) (3) as the Board of Directors shall determine, such assets to be used for purposes consistent with those described in the immediately preceding subparagraphs lettered (a) through (d).

No part of the net earnings of the Corporation shall inure to benefit of any member of the Corporation or other private individual except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered herein. None of the property of the Corporation shall be distributed directly or indirectly to any member of the Corporation except in fulfillment of its charitable and educational purposes enumerated herein.

Norwithstanding any other provision of these Bylaws, this organization shall not carry on any activities not permitted to be earned on by an organization exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code or the corresponding provisions of any future United States Internal Revenue Law.

The Corporation also has such powers as are now or may hereafter be granted under the Laws of the State of Florida that are in furtherance of the Corporation's exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code or the corresponding sections(s) of any future federal tax codes.

The general powers are:

- a. To purchase, lease, or otherwise acquire, improve, construct, own, hold, use, maintain, operate, exchange, encumber, sell, convey, or otherwise

dispose of, real and personal property of every kind, nature, or description, as may be necessary or desirable to promote the primary purpose of this Corporation.

- b. To make and perform contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association, corporation,, municipality, state, government, or municipal or political subdivision.
- c. To have and exercise all the rights and powers conferred on nonprofit corporations under the Florida law; as such law is now in effect or may at any time hereafter be amended.
- d. To do all other acts necessary or expected for the administration of the affairs and attainment of the purposes of this Corporation.

The foregoing statement of purposes still be construed, as a statement of both purposes and powers and the purposes and powers stated in each clause shall, except where otherwise expressed, be in no way limited or restricted by any references to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

- 1. Notwithstanding any of the foregoing statements of purposes and powers, this Corporation shall not, except to any insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this Corporation as set forth in Paragraph 1 of this Article III and nothing contained in the foregoing statement of purposes shall be construed to authorized this Corporation to carry on any activity for the profit of its members, or to distribute any gains, profits, or dividends to its members as such, except for distribution of assets on dissolution and winding up.
- 2. Notwithstanding any other provision of these articles, the purposes for which the Corporation is organized are exclusively religious, charitable, scientific, and literary and education within the meaning of section 501 (c) (3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.
- 3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, and Director or Officer of the Corporation or any member of the Corporation or any other private individual (except that reasonable compensation may be paid for service rendered to or for the Corporation affecting one or more of its purposes), and no Director or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of the propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication

or distribution of statement(s) any political campaign on behalf of any candidate for public office.

4. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.
5. The Corporation shall not engage in any act of self-dealing as defined in the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.
6. The Corporation shall not retain any excess business holdings as defined in the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.
7. The Corporation shall not make any investments in such manner as to subject it to tax under the Internal Revenue Code corresponding provisions of any subsequent federal tax laws.
8. The Corporation shall not make any taxable expenditure as defined in the Internal Revenue Code or corresponding provision of any subsequent federal laws.
9. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any services not permitted to be conducted or carried on by an organization exempt from taxation under the Internal Revenue Code and Regulations issued pursuant thereto as they now exist as they may hereafter be amended, or by an organization, contributions to which are deductible under the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.
10. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is 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.

The Corporation shall have all powers authorized under the Laws for the State of Florida.

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 Bylaws of the Corporation by a majority vote of the board of directors of the Corporation.

ARTICLE V – TERM OF EXISTENCE

This Corporation shall have perpetual existence unless dissolved in a manner provided by law.

ARTICLE VI – SUBSCRIBER

The subscriber of these Articles of Incorporation is:

Dream Achievers International, Inc.
1629 Lee Road
Winter Park, FL 32789

ARTICLE VII – MANNER OF ELECTION

The selection of the Directors will be made as outlined in the corporate bylaws.

ARTICLE VIII – BOARD OF DIRECTORS

The number of directors of the Corporation shall be in accordance with the organization's Bylaws, but shall not consist of no fewer than three (3).

ARTICLE IX – INITIAL BOARD OF DIRECTORS

The names and addresses of each of the Directors, subject to the Bylaws, who shall hold office until their successors are elected and have qualified, are as follows:

PRESIDENT
Michelle Martin
1629 Lee Road
Winter Park, FL 32789

SECRETARY
Carol S. Brewer
1629 Lee Road
Winter Park, FL 32789

ASST. SECRETARY
Victoria Straughter
1629 Lee Road
Winter Park, FL 32789

TREASURER
Audrey Brown
1629 Lee Road
Winter Park, FL 32789

ARTICLE X – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office is 1629 Lee Road, Winter Park, FL 32789, and the name of the initial registered agent at the office is Michelle Martin.

ARTICLE XI – INCORPORATOR

The street address of the incorporator is
1629 Lee Road, Winter Park, FL 32789,
and the name of the incorporator at the office is Michelle Martin

ARTICLE XII – BYLAWS

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

ARTICLE XIII – AMENDMENTS

The Corporation reserves the right 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 the Internal Revenue Code to the fullest extent possible under the current law and regulation allowed there under.

IN WITNESS WHEREOF, the registered agent and incorporator has hereunto set her hand and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this Tenth day of February, 2011.

Michelle MARTIN
Registered Agent Name

Michelle S. Martin
Signature

MICHELLE MARTIN
Incorporator Name

Michelle S. Martin
Signature

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CLERK OF STATE
TALLAHASSEE, FLORIDA