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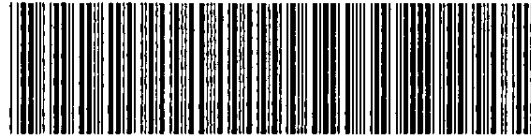
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2011 MAR 11 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers MAR 15 2011

COVER LETTER

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

SUBJECT: MADISON ASSOCIATION OF STEM ADVOCATES, 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: Kristi Neher Davisson
Name (Printed or typed)

1110 N. Florida Avenue
Address

Tampa, FL 33611
City, State & Zip

(813) 786-6979
Daytime Telephone number

kdavisson@sisco-law.com
E-mail address: (to be used for future annual report notification)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2011 MAR 11 AM 11:00

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

**ARTICLES OF INCORPORATION
OF
MADISON ASSOCIATION OF STEM ADVOCATES
A FLORIDA NOT FOR PROFIT 501(c)(3) CORPORATION**

The undersigned hereby organizes a not-for-profit corporation under the provisions of the Florida Not for Profit Corporation Act, and pursuant to the following Articles of Incorporation:

**ARTICLE I
Name**

The name of this corporation is Madison Association of STEM Advocates, Inc.

**ARTICLE 2
Principal Office and Mailing Address**

The address of the principal office and mailing address of MASA is:
4444 W. Bay Vista Avenue
Tampa, FL 33611

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**ARTICLE 3
Purpose**

The purposes for which MASA is organized are exclusively religious, charitable, scientific, literary, and educational 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, and to promote the interest and welfare of the Science, Technology, Engineering and Math "STEM" program at Madison Middle School, a public middle school located in Tampa, Florida.

**ARTICLE 4
Manner of Election**

MASA shall be managed by a Board of Directors in accordance with the provisions of the bylaws. The number of directors may be either increased or decreased from time to time in the manner provided by the bylaws, but shall never be less than three (3). The initial directors/officers were elected by a majority vote at a MASA general meeting.

**ARTICLE 5
Directors**

The names of the persons who shall serve as the initial directors of MASA until their successors are duly appointed are as follows:

Kristi Neher Davisson
Jean Strohmeier
Debbie Swezey
Jennifer Kodadek

ARTICLE 6

Officers

The following individuals shall serve as the initial officers of MASA until such individual's successor is duly appointed, or until her earlier resignation, removal or death:

President: Kristi Neher Davisson
Vice President: Jean Strohmeier
Treasurer: Debbie Swezey
Secretary: Jennifer Kodadek

ARTICLE 7

Members

MASA shall have members. The qualifications for membership and the manner of the admission of such members shall be as regulated by the bylaws.

ARTICLE 8

Powers

MASA shall have all the powers given to a not-for-profit corporation by Florida Statutes, to the extent consistent with these Articles of Incorporation. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by the organization exempt from Federal 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, including but not limited to carrying on any propaganda or otherwise attempt to influence legislation and MASA shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE 9

Incorporator

The name and address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Kristi Neher Davisson	1110 N. Florida Avenue, Tampa, FL 33602

ARTICLE 10
Initial Registered Agent

The initial registered agent of MASA shall be Kristi Neher Davisson. The initial registered office of MASA shall be 1110 N. Florida Avenue, Tampa, FL 33602.

ARTICLE 11
Duration

MASA shall have perpetual existence, commencing upon the date of filing of these Articles of Incorporation by the Florida Department of State.

ARTICLE 12
Indemnification

MASA shall indemnify any officer, director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE 13
Bylaws

The initial Board of Directors shall adopt initial Bylaws of MASA. The power to alter, amend, or repeal the Bylaws, or to adopt new Bylaws, shall be vested in the Directors of MASA.

ARTICLE 14
Amendment to Articles

MASA reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Directors is subject to this reservation.

ARTICLE 15
Distribution of Assets

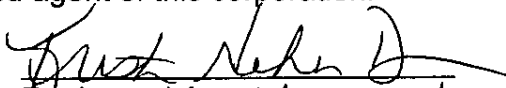
No part of the net earnings of MASA shall inure to the benefit of, or be distributed to, its members, directors, officers, or other private persons, except that MASA shall be empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of its charitable purposes. No substantial part of the activities of MASA shall be the carrying on of propaganda or otherwise attempting to influence legislation, and MASA shall not participate or intervene (including the publication or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office. MASA shall not conduct any activities not permitted to be carried on by a corporation exempt from federal income taxation under

Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law, or by a corporation, contributions to which are deductible under Section 170(a) and (c)(2) of the Internal Revenue Code of 1986, as amended or any corresponding provision of any federal income tax law in substitution of that Code.

ARTICLE 16
Dissolution of MASA

Upon the dissolution of MASA, its assets shall be distributed to one or more charitable organizations that are exempt within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Clerk of Circuit Court in the county in which the principal office of MASA is then located, exclusively for such charitable or public purposes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 27 day of February, 2011, and acknowledges that she is familiar with, and accepts, the obligations of registered agent of this corporation.


Registered Agent / Incorporator

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TALLAHASSEE, FLORIDA