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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L Burch MAY 23 2011

COVER LETTER

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

SUBJECT: Will Josh & Rod

(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: Mary Dunbar

Name (Printed or typed)

8530 Tidewater Trail

Address

Tampa, Florida 33619

City, State & Zip

813-359-3632

Daytime Telephone number

adiedunbar@aol.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 INCORPORATION OF WILL JOSH & ROD INC.

The undersigned, desiring to form a non-profit corporation pursuant to Florida Statutes, hereby adopts the following Articles of Incorporation.

Article 1- Name

The name of the Corporation is Will Josh & Rod Inc.

Article 2- Principal Office

The Principal Street and, mailing address for the corporation is 2810 Nesmith Estates Lane, Plant City, Florida 33566.

Article 3-Purpose

The general nature, objective, and purpose of this Corporation is that, the corporation be organized and operated exclusively for charitable and educational purposes with the meaning of 501(c)(3) of the Internal Revenue Code. All references to sections in these Articles refer to the Internal Revenue Code of 1986 as amended or to comparable sections of subsequent internal revenue laws. Specifically, the purpose of the Corporation is the transaction of any lawful activity, including, but not limited to providing an opportunity for economic growth, and independence. Providing services such as emergency shelter, food, clothing, day care, schooling, long term placement as needed, and assistant with financial obligations needed to operate and/ or maintain a functional home setting, to Single Parents, Low Income Families, Homeless, Disabled, The Elderly, and Displaced Families due to divorce, job lost, or any unexpected emergencies or hardship.

Article 4- Board of Directors

The corporation may (but need not) have voting member, such membership, if any, and classes thereof, shall be as defined in the corporation's bylaws. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No member or Director shall have any right, title, or

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TALLAHASSEE, FLORIDA

interest in or to any property of the corporation.

The corporation shall have three (3) directors initially, in accordance with the Section 617.0803(1), Florida Statutes. The number of directors may be increased or decreased according to the Bylaws of the Corporation, but shall never be fewer than three (3).

The members of the Board of Directors shall be those individuals elected, from time to time, in accordance with the Bylaws. Directors shall elect their successors. In the event that there are only three (3) Board of Directors, at least two (2) other directors must be in agreement with the election of the new Board Member. In the event that there are more than three (3) Board of Directors, a 2/3 majority vote by the Board of Directors must be reached for the election of any new Board Member.

The number of directors constituting the initial Board of Directors is three (3), and the names and addresses, including street number, of the persons who are to serve as the initial directors until the first annual meeting, or until their successors are elected and qualified, are:

Mary Dunbar
8530 Tidewater Trail
Tampa, Florida 33619

Roderick E Crumity
2810 Nesmith Estates Ln.
Plant City, Florida 33566

Nadia J Dunbar
1005 Davis Drive
Tampa, Florida 33619

Article 5- Registered Agent

The registered agent is Mary Dunbar, who is a resident of the state of Florida and a director of the corporation. The address of the corporation's registered agent is 8530 Tidewater Trail, Tampa, Florida 33619.

Article 6- Duration

This Corporation shall have perpetual existence.

Article 7- Limitations

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. The Corporation shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings of this corporation shall inure to the benefit of any member of the corporation, except that reasonable compensation may be paid for services rendered to or for services rendered to or for the corporation affecting one or more of its purposes. Such net earnings, if any, of this corporation shall be used to carry out the nonprofit corporate purposes set forth in Article 3 above.

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provision of these article, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or here after amended.

Article 8- Officers

The Corporation shall, at times, maintain a minimum of three (3) officers, which shall include a President, Vice President and Secretary/Treasurer, pursuant to Chapter 617 Florida Statutes (the "Officers"). The Corporation reserves the right to increase the number of Officers from time to time, but at no time will there be less than three (3) officers. The Officers shall be elected by a majority vote of the Board of Directors at its first

organizational meeting and thereafter at its annual meeting.

Article 9- Applicable Laws

The Corporation is organized pursuant to the provisions of the laws of the State of Florida. It is formed as a not for profit pursuant to Chapter 617, Florida Statutes.

Article 10- Indemnification

No member, Officer or Director of the corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, Officers or Director be subject to the payment of the debts or obligations of this corporation.

Article 11- Amendment to Articles Of Incorporation Or Bylaws

The Articles of Incorporation or Bylaws of the corporation may be amended or repealed by the Board of Directors. Any such amendment or repeal of the Articles of Incorporation or Bylaws shall require a two-thirds (2/3) vote of the full membership of the Board of Directors. Notice of any proposed changes to the Articles of Incorporation or Bylaws must be given to each member or the Board of Directors at least (14) days prior to the meeting at which it is proposed to amend or repeal the Articles of Incorporation or Bylaws.

Article 12- Dissolution of Corporation

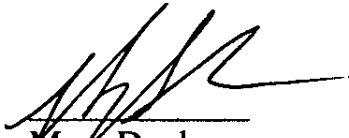
Upon the dissolution of this corporation, after the payment or provision for the payment of all of the liabilities of this corporation, all of the assets of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any 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 then located, exclusively for such purposes or to such organization or organization, as said Court shall determine, which are

organized and operated exclusively for such purposes. In no event, however, may the assets to be disposed of be distributed to or for the benefit of any member, director, trustee, officer or other private person, other than as reasonable payment for services rendered by such person.

Article 13- Incorporator

The incorporator of this corporation is Mary Dunbar, 8530 Tidewater Trail, Tampa, Florida 33619.

The undersigned incorporator certify both that she executes these Article for the purposes herein stated, and that by such execution, she affirms the understanding that should any of the information in these Articles be intentionally or knowingly misstated, she is subjected to criminal penalties for perjury.


Mary Dunbar


4/29/2011
Date

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the Florida Statutes, the undersign not-for-profit corporation, organized under the laws of the State of Florida, submit's the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is: Will Josh & Rod Inc.
2. The name and address of the registered agent and office is:
Mary Dunbar, 8530 Tidewater Trail, Tampa, Florida 33619

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF BY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Mary Dunbar

4/27/2011
Date

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