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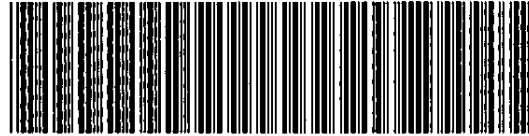
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TALLAHASSEE, FLORIDA

11 MAY 24 PM 1:25

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11 MAY 26 PM 1:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PORTRAITS OF OUR WORLD, INC.

The undersigned, acting as incorporator of a corporation not for profit under the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is Portraits of Our World, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual duration commencing on the date of execution and acknowledgement of these Articles.

ARTICLE III - PURPOSES

This corporation is organized as a corporation not for profit in accordance with the provisions of Chapter 617, Florida Statutes, to provide educational services for children in need, and for such other charitable, scientific, literary or educational purposes as the Board of Directors may deem appropriate.

No part of the net earnings of the corporation shall inure to the benefit of any member, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, director, 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 propaganda, or otherwise attempting, to influence legislation, and the corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

The corporation shall use or distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

The corporation shall not retain any excess business holding as defined in Section 4943(c) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws, which would subject the corporation to tax under Section 4943 of the Code.

The corporation shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

Notwithstanding any other provision of these Articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE IV - PRINCIPAL OFFICE; MAILING ADDRESS

The principal office of the corporation is:

605 Crane Prairie Way
Osprey, Florida 34229

The mailing address of the corporation is:

605 Crane Prairie Way
Osprey, Florida 34229

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 605 Crane Prairie Way, Osprey, Florida 34229, and the name of the initial registered agent at such address is Carlton C. Grooms.

ARTICLE VI - BOARD OF DIRECTORS

The initial Board of Directors of the corporation shall consist of three (3) persons. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be fewer than three (3). The method of election of directors shall be as stated in the By-Laws. The names and addresses of the persons who are to serve as initial directors of this corporation are:

Alexa R. Grooms
605 Crane Prairie Way
Osprey, Florida 34229

Carlton C. Grooms
605 Crane Prairie Way
Osprey, Florida 34229

Deborah A. Grooms
605 Crane Prairie Way
Osprey, Florida 34229

ARTICLE VII - INCORPORATOR

The name and address of the incorporator signing these Articles is:

Carlton C. Grooms
605 Crane Prairie Way
Osprey, Florida 34229

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation and in any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 20 day of ~~March~~ ^{APRIL}, 2011.

Carlton C. Grooms
Carlton C. Grooms, Incorporator

STATE OF FLORIDA)

) ss:

COUNTY OF SARASOTA)

~~March~~ ^{April} The foregoing instrument was executed and acknowledged before me this 20th day of ~~March~~ ^{April}, 2011, by Carlton C. Grooms for Portraits of Our World, Inc., () who is personally known to me, or (X) who produced FLDL as identification.



Maggie Adler
Notary Public, State of Florida

11 MAY 24 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ACCEPTANCE OF DESIGNATION

The undersigned, Carlton C. Grooms, having been designated to act as Registered Agent for this corporation, hereby accepts the designation of herself as Registered Agent and agrees to serve in compliance with all applicable Florida Statutes.

Carlton C. Grooms
Carlton C. Grooms, Registered Agent