

OCT-19-11

N110000009914

T-123

001/008

F-924

(((H11000252263 3)))

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H11000252263 3)))



H11000252263ABCW

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : AKERMAN SENTERPITT - TAMPA
Account Number : I20000000249
Phone : (813) 223-7333
Fax Number : (813) 223-2837

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

W11 53866

FLORIDA PROFIT/NON PROFIT CORPORATION
Collaborative Divorce Institute of Tampa Bay, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 OCT 19 PM 2:18

APPROVED
AND
FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 OCT 19 PM 4:45

RECEIVED

Electronic Filing Menu

Corporate Filing Menu

Help

(((H11000252263 3)))

W11

AFFIDAVIT

STATE OF FLORIDA)

COUNTY OF Hillsborough)

BEFORE ME, the undersigned authority, this day personally appeared **Gary E. Williams** ("**Affiant**"), who being by me first duly sworn, deposes and says:

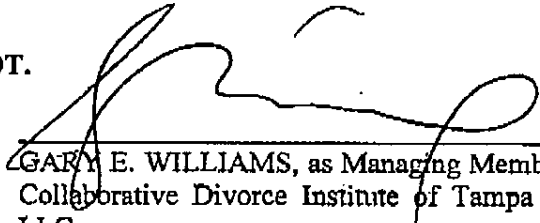
1. Affiant was the Managing Member of **COLLABORATIVE DIVORCE INSTITUTE OF TAMPA BAY, LLC** a Florida limited liability company (the "**Company**").

2. The Corporation was dissolved and liquidated effective October 13, 2011, as evidenced by the Articles of Dissolution filed with the Florida Secretary of State's office.


3. Beth Reineke and others desire to form a new Florida nonprofit corporation with the name "Collaborative Divorce Institute of Tampa Bay, Inc."

4. Pursuant to Section 608.4411 of the Florida Statutes, the Corporation has no intention of revoking its dissolution, thereby releasing the name for use to another entity, and hereby consents to the use of the name "Collaborative Divorce Institute of Tampa Bay, Inc." before the conclusion of 120 days after dissolution, as provided in Section 608.4431(3) of the Florida Statutes.

FURTHER AFFIANT SAYETH NOT.


GARY E. WILLIAMS, as Managing Member of
Collaborative Divorce Institute of Tampa Bay,
LLC

SWORN TO AND SUBSCRIBED before me this 13 day of October, 2011, by **GARY E. WILLIAMS**, as the Managing Member of **Collaborative Divorce Institute of Tampa Bay, LLC**, a Florida limited liability company, who is personally known to me or produced _____ as identification.


Notary Public, State of Florida
NOTARY PUBLIC-STATE OF FLORIDA
Beth G. Reineke
Commission # EP843419
Notary's Printed Name
My Commission Expires: JAN. 02, 2015
BONDED BY ATLANTIC BONDING CO., INC.

COLLABORATIVE DIVORCE INSTITUTE OF TAMPA BAY, INC.
Articles of Incorporation

Powers

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are set forth in furtherance of the exempt purposes of organizations set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its regulations as the same now exist or as they may be hereafter amended from time to time.

ARTICLE III
Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors, members of which shall be elected annually in accordance with the Bylaws. The number of Directors shall be fixed as set forth in the Bylaws of the Corporation but shall never be less than three (3). The names and addresses of the initial Board of Directors, consisting of those persons who shall serve until their successors are duly elected and qualified, shall be as follows:

<u>Name</u>	<u>Address</u>
Beth Reineke	1003 West Cleveland Street Tampa, Florida 33606
Kathleen Toth	8270 Woodland Center Blvd. Tampa, Florida 33614
Jeanie Holiday	20635 Amberfield Dr. Ste 102 Land 'O Lakes, FL 34638
Kimberly Miller	101 East Kennedy Blvd. Suite 2430 Tampa, FL 33602-5895

ARTICLE IV
Officers

The officers of the Corporation shall be a President, Secretary and Treasurer, and such other officers as may be provided by the Bylaws. Officers shall be elected annually in

COLLABORATIVE DIVORCE INSTITUTE OF TAMPA BAY, INC.
Articles of Incorporation

accordance with the Bylaws. The names of the persons who are to serve as officers of the Corporation until the first meeting of the Board of Directors are:

<u>Name</u>	<u>Title</u>
Beth Reineke	President
Kimberly Miller	Vice-President
Kathleen Toth	Treasurer
Jeanie Holiday	Secretary

ARTICLE V
Incorporator

The name of the incorporator is Beth Reineke. The street address of the incorporator is 1003 West Cleveland Street, Tampa, Florida 33606.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 1003 West Cleveland Street, Tampa, Florida 33606, and the name of the initial registered agent at such address is Beth Reineke.

ARTICLE VII
Bylaws

The Board of Directors of this Corporation shall adopt such Bylaws for the conduct of its business and the carrying out of its purposes, as they may deem necessary from time to time. The Board of Directors of this Corporation may, by the vote of two-thirds (2/3) of its members at a meeting duly called in accordance with the Bylaws of the Corporation, adopt such amendments to the Bylaws as they deem necessary from time to time.

ARTICLE VIII
Amendments

Amendments to these Articles of Incorporation shall be adopted by the vote of two-thirds (2/3) of its members at a meeting duly called in accordance with the Bylaws of the Corporation.

ARTICLE IX
Limitations on Actions

All of the assets and earnings of the Corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of

COLLABORATIVE DIVORCE INSTITUTE OF TAMPA BAY, INC.
Articles of Incorporation

the net earnings shall inure to the benefit of or be distributable to its members, trustees, officers or any other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth in Article 3 hereof. No substantial part of the Corporation's activity shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or interfere with (including the publication or distribution of statements regarding) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws) or any organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws). The Corporation shall have no capital stock, pay no dividends, and distribute no part of its net income or assets to any members, Directors or officers.

Although the Corporation is not intended to be a private foundation, as defined in Section 509(a) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws), without limitation of the generality of the foregoing paragraph, during such time as the Corporation may be determined to be a private foundation, it shall not:

- (i) fail to 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 of 1986 (or corresponding provisions of any subsequent Revenue Laws);
- (ii) engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);
- (iii) retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);
- (iv) make any investment in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws); or
- (v) make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws).

COLLABORATIVE DIVORCE INSTITUTE OF TAMPA BAY, INC.
Articles of Incorporation

ARTICLE X
Indemnification

The Corporation shall indemnify the directors and officers from liability except as such elimination of liability and indemnification may be prohibited by law.

ARTICLE XI
Dissolution

Upon dissolution of the Corporation, all of its assets remaining after payment of or provision for all liabilities of the Corporation, including costs and expenses of such dissolution, shall be utilized exclusively for the exempt purposes of the Corporation or distributed to an organization described in Section 501(c)(3) or 170(c)(2) of the Internal Revenue Code of 1986, or to the corresponding provisions of any future Revenue Law, as shall be selected by the last Board of Directors. None of the assets will be distributed to any member, officer or Director of this Corporation. 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 organizations as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XII
Term of Existence

The Corporation shall have perpetual existence.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 13 day of October, 2011.


Beth Reineke, Incorporator

COLLABORATIVE DIVORCE INSTITUTE OF TAMPA BAY, INC.
Articles of Incorporation

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the within-named Corporation, at the place designated hereinabove, the undersigned hereby accepts the designation to act in this capacity, and agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties and acknowledges that he is familiar with and accepts the obligations of his position as registered agent.

Date: October 13 2011



Brad Reineke
Registered Agent

11 OCT 19 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES
AND
FILED