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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## COVER LETTER

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

SUBJECT: **IMPACT 100 of Northwest Florida, 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 Anchors**  
Name (Printed or typed)

**P.O. Box 4266**  
Address

**Fort Walton Beach, FL 32549-4266**  
City, State & Zip

**(850) 863-1974**  
Daytime Telephone number

**manchors@kagmlaw.com**  
E-mail address: (to be used for future annual report notification)

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF  
IMPACT 100 OF NORTHWEST FLORIDA, INC.:  
A CORPORATION NOT FOR PROFIT**

The undersigned individual, desiring to form a corporation not for profit under the provisions of Chapter 617, Florida Statutes, hereby subscribes to the following Articles of Incorporation:

**ARTICLE I - NAME AND PRINCIPAL OFFICE**

The name of the corporation is IMPACT 100 of Northwest Florida Inc. The street address is 2113 Lewis Turner Blvd., Suite 100, Fort Walton Beach, FL 32547 and mailing address is P.O. Box 4266, Fort Walton Beach, FL 32549-4266.

**ARTICLE II - PURPOSE**

The purpose for which the corporation is organized shall be to receive and maintain a fund or funds of real, personal or intangible property, or any combination thereof, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes by making contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 and its regulations as they now exist or may hereafter be amended.

**ARTICLE III - POWERS & LIMITATIONS**

- (a) No part of the net earnings of the corporation shall inure to the

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

(b) The corporation shall 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 federal tax laws.

(c) The corporation shall not 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 federal tax laws.

(d) The corporation shall not retain any excess business holdings, as defined in Section 4943(c) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

(e) The corporation shall not make any investments 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 federal tax laws.

(f) The corporation shall not make any taxable expenditures, as defined in Section 4945(d) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

(h) Notwithstanding any other provision of these Articles of Incorporation, 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 of 1986 and its regulations as they now exist or may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and its regulations as they now exist or may hereafter be amended.

#### **ARTICLE IV - MEMBERSHIP**

The membership of the corporation shall be open exclusively to all women age eighteen (18) older after payment of any regular membership dues fixed by the Board of Directors.

#### **ARTICLE V - TERM OF EXISTENCE AND COMMENCEMENT OF CORPORATE EXISTENCE**

This corporation shall have perpetual existence. The date for commencement of this corporation's existence shall be the date these Articles of Incorporation are filed with the Florida Secretary of State.

#### **ARTICLE VI – INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is as follows:

Michelle Anchors  
P.O. Box 4266  
Fort Walton Beach, FL 32549-4266

#### **ARTICLE VII – BOARD OF DIRECTORS**

The affairs of this corporation not for profit shall be managed by a Board of

Directors. The directors shall be elected to two-year terms in the manner of election as stated in the Bylaws of the corporation. The directors shall have full power to elect directors to fill vacancies in office, or to fill the office of any director who may resign, die, become disabled, or refuse to act. The majority vote of the directors present at a meeting at which there is a quorum shall be sufficient for the taking of any action within the power of the corporation, except as otherwise provided in these Articles of Incorporation, the corporate Bylaws or by law.

This corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than three (3) nor more than thirteen (13). The names and addresses of the initial directors of this corporation are:

Michelle Anchors  
P.O. Box 4266  
Fort Walton Beach, FL 32549-4266

Virginia G. Barr  
P.O. Box 4266  
Fort Walton Beach, FL 32549-4266

Brandi Terrell  
P.O. Box 4266  
Fort Walton Beach, FL 32549-4266

Della Goodson  
P.O. Box 4266  
Fort Walton Beach, FL 32549-4266

#### **ARTICLE VIII - AMENDMENT**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them and all rights and privileges conferred upon the directors and officers of the corporation are subject to

this reservation.

#### **ARTICLE IX – BYLAWS**

The Bylaws of the corporation are to be made, altered or rescinded by the Board of Directors in the manner set forth in the Bylaws of the corporation.

#### **ARTICLE X – DISTRIBUTION ON DISSOLUTION**

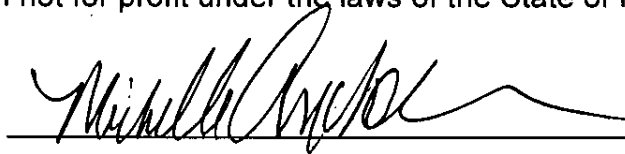
Upon dissolution of the corporation, or the winding up of its affairs, the assets of the corporation shall be distributed to charitable, religious, scientific, literary, or educational organizations that would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its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

No member, director or officer of the corporation, nor any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

#### **ARTICLE XI – REGISTERED OFFICE AND AGENT**

The street address of the registered office of this corporation shall be 2113 Lewis Turner Blvd., Suite 100, Fort Walton Beach, FL 32547, and the name of the registered agent of this corporation at that address shall be Michelle Anchors.

IN WITNESS WHEREOF, I, the undersigned incorporator of IMPACT 100 Inc. have hereunto set my hand and seal on the date hereinafter set forth for the purpose of forming this corporation not for profit under the laws of the State of Florida.

A handwritten signature in black ink, appearing to read "Michelle Anchors", is written over a horizontal line.

DATE: Dec. 22, 2011

APPROVED  
AND  
FILED

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**REGISTERED AGENT ACCEPTANCE**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I hereby accept the foregoing designation as registered agent of IMPACT 100 Inc. I am familiar with and accept the duties and obligations of such designation.

  
MICHELLE ANCHORS