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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*h* 01/24/12

## COVER LETTER

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

SUBJECT: New Directions Alliance for Women, 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: Tina M. Mays  
Name (Printed or typed)

331 Sullivan Street  
Address

Punta Gorda, FL 33950  
City, State & Zip

941-575-9291  
18251 La Cima Drive, Tallahassee, FL 32314  
Telephone number

tmays@mizell-law.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**

In compliance with Chapter 617, F.S., (Not for Profit)

## **ARTICLE I: NAME AND MAILING ADDRESS**

The name of the corporation shall be: **New Directions Alliance for Women, Inc.**

## **ARTICLE II: PRINCIPAL OFFICE**

Principal street and mailing address: 18251 La Croix Avenue  
Port Charlotte, FL 33948

## **ARTICLE III: PURPOSE**

The purpose for which the corporation is organized is:

exclusively for charitable and educational purposes, including educating and inspiring women of all ages to move forward in all aspects of life including but not limited to family, spiritual, societal, financial and aesthetics, including for such purposes, the making of distributions to organizations and that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## **ARTICLE IV: MANNER OF ELECTION**

The manner in which directors are elected and appointed:

Members of the Board of Directors shall be elected at the annual meeting of the members and shall hold office in accordance with the Bylaws.

## **ARTICLE V: INITIAL OFFICER AND/OR DIRECTORS**

Name and Title: Rebekah J. Fero, Director  
Address: 18251 La Croix Avenue  
Port Charlotte, FL 33948

Name and Title: JoAnn Thomas, Secretary/Director  
Address: 233 West Tarpon Blvd.  
Port Charlotte, FL 33952

Name and Title: Dara B. Sorah, Treasurer/Director  
Address: 1435 Collingswood Blvd. Ste. G  
Port Charlotte, FL 33948

Name and Title: Tina M. Mays, President/Director  
Address: 331 Sullivan St.  
Punta Gorda, FL 33950

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**ARTICLE VI: REGISTERED AGENT**

The **name and Florida street address** of the registered agent is:

Name: Tina M. Mays  
Address: 331 Sullivan Street  
Punta Gorda, FL 33950

**ARTICLE VII: INCORPORATOR**

The **name and address** of the Incorporator is:

Name: Tina M. Mays  
Address: 331 Sullivan Street  
Punta Gorda, FL 33950

**ARTICLE VIII: BYLAWS**

The Board of Directors shall adopt such Bylaws for the conduct of its business and the carrying out of its purposes as it may deem necessary, and may from time to time amend, alter, or rescind the same by a simple majority vote of those present at a board meeting called for that purpose, or at a regular board meeting upon notice given, except as otherwise herein provided.

**ARTICLE IX: DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making adequate provision for the payment of all of the liabilities of the corporation, distribute all of the remaining assets of the corporation to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, religious, educational, and/or scientific purposes and which has established its exempt status under I.R.C. Section 501(c)(3), or the corresponding provisions of any prior or future United States Internal Revenue Code. Any corporate 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 said purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes as this corporation is organized.

**ARTICLE X: INDEMNIFICATION**

Every officer and director of this corporation shall be indemnified by the corporation against expenses and liabilities, including attorney's fees, reasonably incurred by or imposed on him or her in connection with a proceeding to which he or she is a party or in which he or she is involved because of being or having been a director or officer of this corporation, or a settlement of such proceeding, whether or not he or she is a director or officer at the time the expenses are incurred, unless he or she is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties; but if the settlement is made, the indemnification applies only when the Board of Directors approves the settlement and reimbursement as being in the best interest of the corporation. This indemnification is in addition to and not exclusive of other rights to which the directors or officers are entitled.

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**ARTICLE XI: PROHIBITED ACTIVITIES**

**Section 1:** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation.

**Section 2:** 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 publishing or distribution of statements, any political campaign on behalf of any candidate for public office.

**Section 3:** Other provisions of these articles of incorporation notwithstanding, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under I.R.C. Section 501(c)(3) or by a corporation contributions to which are deductible under I.R.C. Section 170(c)(2) or the corresponding provisions of any future United States Internal Revenue Code.

***Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.***

Jim M. May  
Required Signature of Registered Agent

1/16/12  
Date

***I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S.***

Jim M. May  
Required Signature of Incorporator

1/16/12  
Date

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