

N1200000/146

(Requestor's Name)

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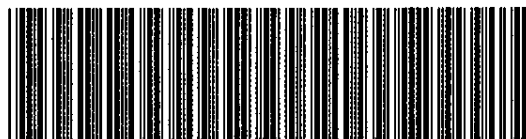
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02/01/12

COVER LETTER

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

SUBJECT: Youthful Photography, 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: Nissa Benjamin
Name (Printed or typed)

10777 Charleston Place
Address

Cooper City, FL 33026
City, State & Zip

305-336-4266
Daytime Telephone number

Nissa@youthfulphotography.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
YOUTHFUL PHOTOGRAPHY, INC.**

ARTICLE I: NAME

The name of this corporation shall be: Youthful Photography, Inc.

ARTICLE II: PRINCIPAL PLACE OF BUSINESS

The corporation's registered office is located at: 10777 Charleston Place, Cooper City, FL 33026

ARTICLE III: DURATION

The period of existence of this corporation is perpetual.

ARTICLE IV: PURPOSE

This corporation is organized exclusively for charitable and educational purposes more specifically to introduce, educate and share photography to children, as well as raise funds and awareness to causes affecting children. To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE V: LIMITATIONS

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

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation.
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 articles, 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 hereafter amended.
4. The corporation shall not lend any of its assets to any officer or director of this corporation or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLE VI: DIRECTORS/MEMBERS

The manner of election of Directors, their terms of office and other provisions will be duly set forth in the Bylaws of the corporation.

The corporation shall have **no voting members**. 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 Director shall have any right, title, or interest in or to any property of the corporation.

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TALLAHASSEE, FLORIDA

ARTICLE VII: NAMES OF DIRECTORS

The corporation's first Board of Directors shall be comprised of the following natural persons:

Nissa Benjamin – Chair of the Board – 10777 Charleston Place, Cooper City, FL 33026

Gabriel Santiago – Vice Chair – 1958 NW 100th Avenue, Pembroke Pines, FL 33024

Maria Zouroudis – Secretary – P.O. Box 849225, Pembroke Pines, FL 33084

Martin Gutierrez – Program Chair – 131 NW 108th Terrace Apt 101 Bldg 3, Pembroke Pines, FL 33026

ARTICLE VIII: DEBT OBLIGATIONS AND PERSONAL LIABILITY

No officer or Director of this 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 Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE IX: DISSOLUTION

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE X: REGISTERED AGENT

The Registered Agent for the corporation is:

Nissa Benjamin
10777 Charleston Place
Cooper City, FL 33026

ARTICLE XI: INCORPORATOR

The incorporator of this corporation is:

Gabriel Santiago
1958 NW 100th Avenue
Pembroke Pines, FL 33024

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

Signature of Registered Agent:  Date: 1/24/12

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.

Signature of Incorporator:  Date: 1/24/12

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TALLAHASSEE, FLORIDA