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From: Account Name : WESTON CORPORATE ADMINISTRATION,
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**FLORIDA PROFIT/NON PROFIT CORPORATION
THE SEYMOUR EDWARDS FOUNDATION, INC.**

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February 2, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

WESTON CORPORATE ADMINISTRATION, LLC

SUBJECT: THE SEYMOUR EDWARDS FOUNDATION, INC.
REF: W12000006382

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please correct Article IV regarding the name of the registered agent to be consistent with our records.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6901.

Pamela Smith
Regulatory Specialist II

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Letter Number: 612A00003882

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**ARTICLES OF INCORPORATION
OF
THE SEYMOUR EDWARDS FOUNDATION, INC.,
A NOT-FOR-PROFIT CORPORATION**

The undersigned, acting as incorporator of a not-for-profit corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION: The name of the corporation is: **THE SEYMOUR EDWARDS FOUNDATION, INC.**, a Not-For-Profit corporation.

ARTICLE II

PRINCIPAL OFFICE: The principal office of the corporation is located at 1065 Satin Leaf Street, Hollywood, Florida 33019.

ARTICLE III

MAILING ADDRESS: The mailing address of the corporation is 1065 Satin Leaf Street, Hollywood, Florida 33019.

ARTICLE IV

REGISTERED AGENT: The name of the registered agent of the corporation is Jacqueline F. Rodriguez, C.P.A., P.A. The address of this registered agent is 2625 Weston Road, Weston, Florida 33331.

ARTICLE V

DURATION: The period of duration is perpetual.

ARTICLE VI

BOARD OF DIRECTORS: The method of selection of the Board of Directors and number of directors shall be stated in the bylaws. The initial members of the Board of Directors shall be as follows:

Ruthlin Seymour, President
Richard Edwards, Vice-President
George G. Soutar, Secretary

ARTICLE VII

INCORPORATORS: The name and address of the Incorporator is: Ruthlin Seymour, as Trustee of The Seymour Edwards Trust Dated August 19, 2011, with an address at: No. 57 Laws Street, Kingston, Jamaica, West Indies.

ARTICLE VIII

CORPORATE PURPOSES

The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. To provide relief to the poor, the distressed and the underprivileged by engaging in or supporting activities to create jobs, promote educational and vocational training, career development, eliminate blight, promote the protection and advancement of human rights, including the advocacy of minority rights and elderly population, as to immigration, access to health care and other social justice matters, to provide affordable housing, and provide needed services, both in the U.S. and/or worldwide.
2. To lessen the burdens of government, lessen neighborhood tensions, eliminate prejudice, eliminate discrimination, and combat community deterioration, as well as to prevent and mitigate the impact of domestic violence upon children.
3. To aid, support, and assist by gifts, grants, contributions, or otherwise, other corporations, communities, funds and foundations organized and operated exclusively for charitable, religious, educational or scientific purposes, both in the U.S. and/or worldwide, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
4. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies, and particularly for the building of a Basic School in Clarendon, Jamaica.
5. All of the foregoing purposes shall be exercised exclusively charitable and/or educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE IX

IRC SECTION 501(c)(3) LIMITATIONS

1. CORPORATE PURPOSES: Notwithstanding any other provision of these Articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

2. EXCLUSIVITY: The Corporation is organized exclusively for charitable and/or educational purposes.

3. NO PRIVATE INUREMENT: The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

4. LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

5. DISSOLUTION: Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

6. "PRIVATE FOUNDATION" PROVISIONS: In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

a.) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by

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section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

b.) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

c.) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

d.) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

e.) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE X

INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

EXECUTION

These Articles of Incorporation are hereby executed by the Incorporator on this 25th day of January, 2012.



RUTHLIN SEYMOUR, as Trustee of THE SEYMOUR EDWARDS TRUST

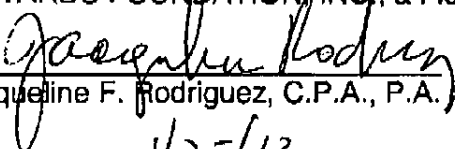
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**REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT**

I hereby accept my appointment as registered agent for THE SEYMOUR
EDWARDS FOUNDATION, INC., a Florida not for profit corporation.


Jacqueline F. Rodriguez, C.P.A., P.A.

1/25/12
Date: January 25, 2012