

N130000000175

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

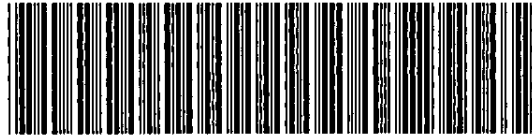
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600242229236

12/19/12--01005--014 **78.75

FILED
13 JAN -4 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

40 (2891) GMD 1/7

WILSON, GARBER & SMALL

A Professional Association

437 N. MAGNOLIA AVENUE
ORLANDO, FLORIDA 32801-1524

Telephone: (407) 843-4321
Facsimile: (407) 423-1505

December ;17, 2012

Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, Florida 32314

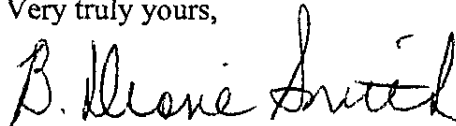
Re: Articles of Incorporation
Le Pelican USA, Inc.

Dear Sir:

Attached is the Articles of Incorporation for LePelican USA, Inc., together with our check in the amount of \$78.75.

Also enclosed is a self-addressed stamped envelope for your return of a certified copy of the Articles after filing.

Very truly yours,

A handwritten signature in cursive script, appearing to read "B. Diane Smith".

B. Diane Smith, FRP
Paralegal to J. Christy Wilson, III

bds
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 20, 2012

WILSON, GARBER & SMALL
ATTN: B. DIANE SMITH, FRP
437 N. MAGNOLIA AVENUE
ORLANDO, FL 32801-1524

SUBJECT: LE PELICAN USA, INC.
Ref. Number: W12000062890

We have received your document for LE PELICAN USA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Correct the corporation name listed in the "Acceptance of Registered Agent" statement.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return the corrected original and one copy of 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) 245-6052.

Maryanne Dickey
Regulatory Specialist II
New Filing Section

Letter Number: 812A00030061

WILSON, GARBER & SMALL

A Professional Association

437 N. MAGNOLIA AVENUE
ORLANDO, FLORIDA 32801-1524

Telephone: (407) 843-4321
Facsimile: (407) 423-1505

January 3, 2013

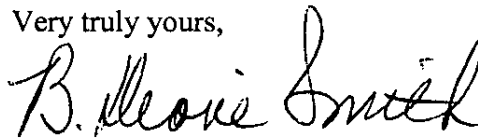
Maryanne Dickey
Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation
Le Pelican USA, Inc.

Dear Ms Dickey:

Pursuant to your letter of December 20, 2012 (attached), we are submitting corrected Articles of Incorporation for the referenced company.

Very truly yours,

A handwritten signature in black ink, appearing to read "B. Diane Smith". The signature is fluid and cursive, with the first letters of the first and last names being capitalized and prominent.

B. Diane Smith, FRP
Paralegal to J. Christy Wilson, III

bds
Enclosures

**ARTICLES OF INCORPORATION
FOR
Le Pelican USA, Inc.
A FLORIDA NONPROFIT CORPORATION**

Article I - Name

The name of this corporation shall be Le Pelican, USA, Inc.

Article II - Principal Office

The street address of the corporation shall be 425 North Magnolia Avenue, Orlando, Florida, 32801. The mailing address of the corporation shall be First Presbyterian Church of Orlando, Inc., 924 North Magnolia Avenue, Orlando, Florida 32801.

Article III - Purpose

1. The specific purpose of this corporation is to provide nourishment, education, and vocational training for vulnerable women and children in Afghanistan.

2. The general purposes for which this corporation is organized are exclusively charitable purposes within the meaning of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding provisions of any future federal tax laws.

3. Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under the Code, or the corresponding provisions of any future federal tax laws.

4. In the event this corporation is in any year determined to be a "private foundation" as defined in Section 509(a) of the Code, it shall:

- (a) Distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Code, or the corresponding provisions of any future federal tax laws.
- (b) Not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or the corresponding provisions of any future federal tax laws.
- (c) Not retain any excess business holdings as defined in Section 4943(c) of the Code, or the corresponding provisions of any future federal tax laws.
- (d) Not make any taxable investments as defined in Section 4944 of the Code, or the corresponding provisions of any future federal tax laws.

FILED
13 JAN -4 PM 1:07
CLERK OF STATE
TALLAHASSEE, FLORIDA

- (e) Not make any taxable expenditures as defined in Section 4945(d) of the Code, or the corresponding provisions of any future federal tax laws.

Article IV - Powers

This corporation shall be authorized to exercise the powers permitted corporations not-for profit under Chapter 617, Florida Statutes; provided, however, that this corporation, in exercising any one or more of such powers, shall do so in furtherance of the exempt purposes for which it has been organized within the meaning of Section 501(c)(3) of the Code.

Article V - Dedication of Assets and Dissolution

1. The property of this corporation is irrevocably dedicated to the purposes set forth herein and no part of the net earnings or assets of this corporation shall inure to the benefit of any officer or director of the corporation or to the benefit of any private individual. When appropriate, the board of directors may determine to reasonably compensation any officer or director of the corporation in accordance with and commensurate with the services performed by such person.

2. Upon the dissolution and winding up of this corporation, its assets remaining afer payment or provision for payment of its debts and liabilities shall be distributed to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) of the Code, or the corresponding provisions of any future federal tax laws, or to or among, the United States, the State of Florida or any local government(s) for exclusive public purposes.

Article VI - Board of Directors

1. Except for the initial directors of the corporation, whose names are set forth in Section 2, below, the directors of this corporation shall be elected and appointed annually. The corporation shall never have less than three (3) directors.

2. The names and address of the initial directors of the corporation are as follows:

Nancy Newbrander
33 Valleywood Road
Hopkinton, MA 01748

Carl Smith
2434 Burgundy Court
Pointe Vedra Beach, Florida 32082

Thomas Cypher
5760 Clements Mill Drive
Ada, MI 49301

Article VII - Initial Officers

The initial officers of this corporation are as follows:

President

Nancy Newbrander

Vice President

Carl Smith

Secretary

Nancy Newbrander

Treasurer

Thomas Cypher

13 JAN -4 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VIII - Registered Agent

The name and address of the corporation's initial registered agent is as follows:

J. Christy Wilson, III
437 North Magnolia Avenue
Orlando, Florida 32801

Article IX - Incorporator

The name and address of the incorporator of the corporation is as follows:

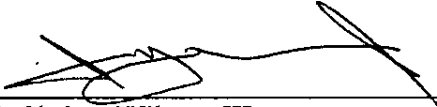
J. Christy Wilson, III
Wilson, Garber & Small, P.A.
437 North Magnolia Avenue
Orlando, Florida 32801

Article X - Indemnification

The corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he is or was a director, employee officer or agent of the corporation, against expenses (including attorney fees and appellate attorney fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with the action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the vest interest of the corporation; and with respect to any criminal action or proceeding if he had no reasonable cause to believe his conduct was unlawful; except that no indemnification shall be in respect to any claim, issue or matter as to which such person shall have been adjudged to be liable for gross negligence or willful misfeasance or malfeasance, in the performance of his duty to the corporation, unless and only to the extent that the court in which the action or suit was brought shall be determined, upon application, that despite the

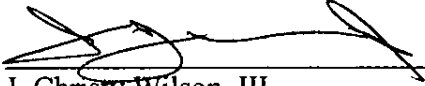
adjudication of liability, but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses that the court shall deem proper.

IN WITNESS WHEREOF, the undersigned incorporator has hereto set his hand and seal on this the ____ day of January, 2013, for the purpose of forming this not for profit corporation under the law of the State of Florida.


J. Christy Wilson, III
Incorporator
Date: 1 / 2 / 2013
RECEIVED
13 JAN -4 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of Le Pelican, USA, Inc., and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of such duties, and is familiar with an accepts the obligations of the position as registered agent.


J. Christy Wilson, III
Registered Agent