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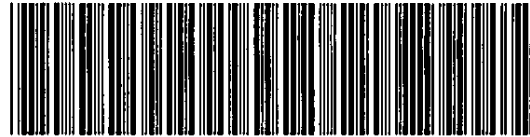
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DIVISION OF CORPORATIONS

1/16/13

850-245-6000

COVER LETTER

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

SUBJECT: SRQ Vision, 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: Chris Waters

Name (Printed or typed)

8374 Market Street, Ste. 123

Address

Lakewood Ranch, FL 34202

City, State & Zip

(941) 799-0007

Daytime Telephone number

cwaters@ccc-srq.com

E-mail address: (to be used for future annual report notification)

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FILED
DIVISION OF CORPORATIONS

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 26, 2012

CHRIS WATERS
8374 MARKET STREET
SUITE 123
LAKEWOOD RANCH, FL 34202

We have received your document for SRQ VISION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

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.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 612A00030172

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FILED
CLERK OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION FOR
SRQ VISION, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

13 JAN 15 PM 1:49

(The "Corporation")

I, the undersigned, acting as incorporator of a corporation under the provisions of the Florida Non-profit Corporation Act adopt the following Charter for such Corporation:

ARTICLE I

1. **Name.** The name of the Corporation shall be **SRQ Vision, Inc.** (hereinafter the "Corporation"). It is intended that the Corporation shall be a public benefit corporation under Federal Tax Law, and a non-profit corporation under Florida Non-profit Corporation Law.

ARTICLE II

2. **Duration.** The duration of the Corporation shall be perpetual.

ARTICLE III

3. **Purposes.** The Corporation has been created and exists as a not-for-profit organization with the mission of building a world-class community one vision at a time within Sarasota County, Florida. The Corporation shall accomplish this mission through four initiatives. First, identify individuals who are visionaries, based upon established measureable criteria and pay them tribute and actively support their legacy perpetual existence; secondly, to identify unmet countywide beautification, historical preservation, and Countywide cultural/arts needs and find visionaries who can provide leadership to meet the needs; thirdly, to identify young professionals who possess an "entrepreneurial and visionary" spirit and mentor them; and lastly, to bring public, private, and residential sectors together to undertake "*strategic visioning*" which develops and implements SRQ2100, a singular long-range vision for Sarasota County.

ARTICLE IV

4. **Activities.** The aims of the Corporation are to be carried out through any and all lawful activities, including others not specifically stated in the Charter but incidental to the stated aims and purposes, both directly and through contributions to any other corporation, trust, fund or foundation whose purposes qualify under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the Regulations thereunder.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation in furtherance of its purposes. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of this Charter, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under

Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V

5. **Trustees.** The Board of Trustees shall manage the legal affairs and business of the Corporation. The number of trustees constituting the initial Board of Trustees of the Corporation is three (3) and the names and addresses of the persons who are to serve as the initial trustees are:

Chris Waters
5342 Huntingwood Ct.
Sarasota, FL 34235

Dee Waters
5342 Huntingwood Ct.
Sarasota, FL 34235

Syd Krawczyk
5317 Fruitville Rd. Suite 81
Sarasota FL 34232

The Board of Trustees shall elect such additional members up to a maximum of eleven (11) and said members of the board shall be the only persons authorized to replace retiring or additional members of the board. "Board of Trustees," "Trustees," "Board of Directors," and "Directors" shall have the same meaning, definition and powers as set forth in the Florida Non-profit Corporation Act, T.C.A. §48-51-102, et seq. generally and §48-51-201(2) and (10) specifically, and shall be used interchangeably.

ARTICLE VI

6. **Non-profit Status.** The Corporation shall be a non-profit corporation with no members. No part of its net earnings shall inure to the benefit of any private individual, officer or trustee of the Corporation. Upon dissolution of the Corporation, as provided by law and the Charter, all the remaining assets of the Corporation shall be distributed to any other non-profit corporation which in the opinion of the Board of Trustees satisfies the intent of Article III hereof, and which also qualifies for exemption under the provisions of Section 501(c)(3) of the Internal Revenue Code.

ARTICLE VII

7. **Principal Office.** The principal office of the Corporation shall be located at 8374 Market St. Suite 123, Lakewood Ranch, Florida 34202.

ARTICLE VIII

8. **Dissolution.** In the event of the liquidation or dissolution of the Corporation, whether voluntary or involuntary, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation.

ARTICLE IX

9. **Membership.** The Corporation shall have no members.

ARTICLE X

10. **Registered Office and Agent.** The post office address of the initial registered office of the Corporation is **Chris Waters 8374 Market St. Suite 123, Lakewood Ranch, Florida 34202.** The name of the initial registered agent of the Corporation at such address shall be Chris Waters.

ARTICLE XI

11. **Powers and Miscellaneous Corporate Provisions.** In order to carry out the purposes for which the Corporation has been formed, the Corporation shall, except as otherwise provided under this Charter or its Bylaws and specifically subject to the provisions of Sections 3, 4, 12, 13, 14, 15, and 16 of this Charter, have all of the powers granted not-for-profit corporations under the laws of the State of Florida and all powers necessary to carry out the purposes and objectives for which the Corporation has been formed, including, but not limited to, the following:
- (a) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Corporation.
 - (b) To exercise any and all of the powers set forth in the Bylaws of the Corporation.
 - (c) To make gifts and grants to exempt organizations which are described, at the time such gifts and grants are made, under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.
12. The Corporation shall distribute its income for each tax 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, as amended, or the corresponding section of any future federal tax code.
13. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.
14. The Corporation shall not retain any excess business holding as defined in Section 4943(c) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.
15. 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, as amended, or the corresponding section of any future federal tax code.
16. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.
17. No trustee shall be personally liable to the Corporation for monetary damages for breach of fiduciary duty as a trustee, except as otherwise provided under Florida Code.
18. Upon the dissolution of the Corporation;
- (a) All liabilities and obligations of the Corporation shall be paid and discharged, or adequate provisions shall be made therefore;

- (b) Assets held by the Corporation upon condition requiring return, transfer or conveyance, which condition occurs by reason of dissolution, shall be returned, transferred or conveyed in accordance with such requirements; and
- (c) All remaining assets of the Corporation shall be distributed to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, as the Board of Trustees shall determine. Any such assets not so disposed of shall be transferred to the State of Florida or to any county or municipality of such State, provided that such assets shall be used by the grantee exclusively for public purposes. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for public purposes, or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.
19. The incorporator and trustees of the Corporation shall have the right to take any action required or permitted by vote without a meeting on written consent.
20. The provisions of this Charter may be amended, altered or repealed from time to time to the extent and in the manner prescribed by the Florida Non-profit Corporation Act, and any additional provisions so authorized may be added hereto; provided that the provisions of this Charter shall not be changed; modified, repealed or expanded in such a manner as to be inconsistent with the purposes for which the Corporation has been formed under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future federal tax code.

ARTICLE XII

21. **Incorporator.** The name and address of the incorporator is Chris Waters at 8374 Market St. Suite 123, Lakewood Ranch, Florida 34202.

IN WITNESS WHEREOF, I have hereunder set my hand this day 1 day of January, 2013.


Chris Waters, Incorporator


Chris Waters, President


Dee Waters, Secretary/Treasurer

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.


Chris Waters, Registered Agent

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