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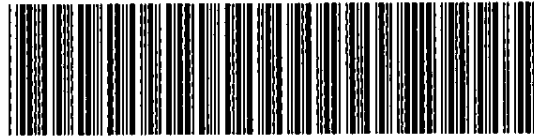
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**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

KARRIERS FOR KIDS, INC.

**Filing Evidence**

☐ Plain/Confirmation Copy

☒ Certified Copy

**Retrieval Request**

☐ Photocopy

☐ Certified Copy

**Type of Document**

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include  
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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**ARTICLES OF INCORPORATION  
OF  
KARRIERS FOR KIDS INC.**

The undersigned incorporator, for the purpose of forming a corporation not for profit pursuant to the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I  
NAME AND ADDRESS**

1.1 Name. The name of the corporation shall be KARRIERS FOR KIDS INC. For convenience, the corporation shall be referred to in this instrument as the "Corporation," these Articles of Incorporation as the "Articles," and the Bylaws of the Corporation as the "Bylaws."

1.2 Address. The address of the initial principal office and the mailing address of the Corporation is:

6401 NW 93 Drive  
Parkland, FL 33067

**ARTICLE II  
PURPOSE**

The Corporation is organized for the following purposes:

1. as a non-profit organization to provide infant car seats to families that cannot afford them.
2. to seek donations of new car seats that have not been recalled, damaged or expired, for the foregoing purpose.
3. to raise funds for the foregoing purpose, by soliciting donations and conducting car washes and other fundraising events.
4. to carry out such other lawful activities as are necessary or appropriate to achieve the foregoing objectives.

**ARTICLE III  
MEMBERS**

3.1 Membership. The membership of the Corporation shall be determined in accordance with the Bylaws, as may be amended from time to time by the members.

3.2 Voting. Members shall not be entitled to vote.

3.3 Meetings. The Bylaws shall provide for an annual meeting of members, and may make provision for regular and special meetings of members other than the annual meeting.

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**ARTICLE IV  
TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

**ARTICLE V  
INCORPORATOR**

The name and address of the Incorporator of this Corporation are:

<u>Name</u>	<u>Address</u>
Dihann Smalling	6401 NW 93 Drive Parkland, FL 33067

**ARTICLE VI  
OFFICERS**

The affairs of the Corporation shall be administered by the officers designated in the Bylaws. Each year, the Board of Directors of the Corporation shall elect the officers at its first meeting after the annual meeting of the members of the Corporation. The officers of the Corporation shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Title(s)</u>	<u>Name</u>
President ✓	Kristen Smalling 6401 NW 93 Drive Parkland, FL 33067
Vice President	Chelsea Smalling 6401 NW 93 Drive Parkland, FL 33067
Secretary	Camryn Smalling 6401 NW 93 Drive Parkland, FL 33067
Treasurer ✓	Dihann Smalling 6401 NW 93 Drive Parkland, FL 33067

## **ARTICLE VII BOARD OF DIRECTORS**

7.1 Number and Qualification. The property, business and affairs of the Corporation shall be managed by a board of directors (the "Board"). The Bylaws shall set forth the size of the Board, which shall never be less than three (3) directors. Pursuant to Florida Statute 617.0802, one director may be 15 years of age or older.

7.2 Election; Removal. Each year, the then current board of directors shall elect the Directors of the Corporation for the following year in the manner set forth in the Bylaws. Directors may be removed and vacancies on the Board shall be filled in the manner provided by the Bylaws.

7.3 First Directors. The names and addresses of the members of the first Board, who shall hold office until their successors are elected and have taken office, as provided in the Bylaws, are as follows:

<u>Name</u>	<u>Address</u>
Dihann Smalling	6401 NW 93 Drive Parkland, FL 33067
Kristen Smalling	6401 NW 93 Drive Parkland, FL 33067
Sybil Thompson	109 Lake Butler Ave. Haines City, Fl 33844

## **ARTICLE VIII INDEMNIFICATION**

8.1 Right to Indemnification. The Corporation shall indemnify each person (including the heirs, executors, administrators or estate of such person) who is or was a director, officer, employee or agent of the Corporation to the fullest extent permitted or authorized by current or future law, against all fines, liabilities, costs and expenses, including attorneys' fees, asserted against him or incurred by him in his capacity as a director, officer, agent, employee, or representative, or arising out of his status as a director, officer, agent, employee or representative. The foregoing right of indemnification shall not be exclusive of other rights to which those seeking an indemnification may be entitled.

8.2 Advances. Costs, charges and expenses (including attorneys' fees) incurred by a person referred to in Section 8.1 in defending a civil or criminal suit, action or proceeding shall be paid by the Corporation in advance of the final disposition thereof, upon receipt of an undertaking to repay all amounts advanced if it is ultimately determined that the person is not entitled to be

indemnified by the Corporation as authorized by this Article, and upon satisfaction of other conditions required by current or future law.

8.3 Savings Clause. If this Article or any portion of it is invalidated on any ground by a court of competent jurisdiction, the Corporation shall nevertheless indemnify each person described in Section 8.1 to the fullest extent permitted by law.

8.4 Insurance. The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving, at the request of the Corporation, as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of this Article.

8.5 Amendment. Anything to the contrary herein notwithstanding, the provisions of this Article may not be amended without the prior written consent of all persons whose interest would be adversely affected by such amendment.

## **ARTICLE IX BYLAWS**

The first Bylaws of the Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided therein.

## **ARTICLE X AMENDMENTS**

Amendments to these Articles shall be adopted at a meeting of the board of directors by a majority vote of the directors then in office.

## **ARTICLE XI REGISTERED OFFICE AND REGISTERED AGENT**

The initial registered office of the Corporation shall be located at 6401 NW 93 Drive, Parkland, FL 33067. The initial registered agent of the Corporation at that address is Dihann Smalling.


## **ARTICLE XII COMPLIANCE WITH INTERNAL REVENUE CODE SECTION 501(c)(3)**

The corporation shall comply with the requirements of Internal Revenue Code Section 501(c)(3). In doing so, the following shall apply:

1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 set forth herein. 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 these articles, 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.

2. Upon the dissolution of the corporation, assets shall be distributed 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. 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 such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

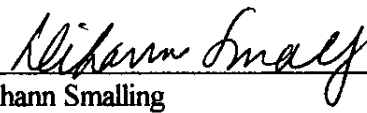
IN WITNESS WHEREOF, the Incorporator has signed these Articles of Incorporation this 20 day of Feb, 2013.

  
\_\_\_\_\_  
Dihann Smalling

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for KARRIERS FOR KIDS INC. at the place designated in the Articles of Incorporation, I hereby agree to act in this capacity. I am familiar with and agree to accept the obligations and duties imposed by Section 617.0503 Fla. Stat. (2012).

Dated this 20 day of Feb, 2013.

  
\_\_\_\_\_  
Dihann Smalling

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