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SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 MAR 19 PM 2:02

✓ 3/20/13

COVER LETTER

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

SUBJECT: Global Success Center for Career Discovery, 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: T. Catrise Boyd
Name (Printed or typed)

P O BOX 543
Address

Orange Park, FL 32073
City, State & Zip

904.729.0008
Daytime Telephone number

BOYDCATRISE@YAHOO.COM
E-mail address: (to be used for future annual report notification)

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



RECEIVED

2013 MAR 13 PM 9:26

FLORIDA DEPARTMENT OF STATE
Division of Corporations

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 4, 2013

T. CATRISE BOYD
POST OFFICE BOX 543
ORANGE PARK, FL 32067

SUBJECT: GLOBAL SUCCESS CENTER FOR CAREER DISCOVERY
Ref. Number: W13000012747

We have received your document for GLOBAL SUCCESS CENTER FOR CAREER DISCOVERY 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 articles of incorporation of a nonprofit corporation must be prepared in compliance with section 617.0202, Florida Statutes. Please refer to that section of the law for assistance.

You may file only one (1) set of articles, either the short form or the long form.

The name must contain a word that will clearly indicate that it is a corporation. This word may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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: 313A00005081

ARTICLES OF INCORPORATION

**Global Success Center for Career
Discovery, Inc.**

369 Blanding Blvd, Suite N25,
Orange Park, FL 32073
904.729.0008
admin@aglobalsuccess.com

ARTICLES OF INCORPORATION
OF
Global Success Center for Career
Discovery, Inc.

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I, the undersigned, desiring to form a corporation not-for-profit pursuant to the laws of the State of Florida, hereby and herewith present these Articles of Incorporation, which have been duly subscribed by the undersigned intended incorporators, agreeing to the following:

ARTICLE I. NAME

The name of the corporation shall be: **Global Success Center for Career Discovery Inc.**, referred to hereafter as the "Corporation".

ARTICLE II. LOCATION

The principal office of the Corporation shall be: **369 Blanding Blvd, Suite N25, Orange Park, FL 32073**

ARTICLE III. PURPOSE AND EXEMPTION REQUIREMENTS

3.1 General.

The Corporation is organized exclusively for charitable, educational, literary, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code", with each reference to a section of the Code to include the corresponding provisions of any future federal internal revenue laws), 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, or the corresponding section of any future federal tax code.

By way of example, and not limitation, the Corporation's purposes include to:

- A. Provide national leadership for the advancement of career literacy through the development and administration of career education programs and activities for youth.
- B. Advocate the value of career literacy for youth as a fundamentally important component contributing to a best-informed career-path decision.
- C. Develop career literacy in youth through a program of regularly scheduled forums that introduce youth to knowledgeable people working in a broad spectrum of career vocations.
- D. Develop career literacy in youth through a program of web-based courses spanning kindergarten through senior high school that promote and support family-interactive career exploration activities.
- E. Conduct research to identify those factors that most strongly influence the selection of career paths in youth, the period of time in which they occur, and their relationship of personal values and behavioral characteristics.

- F. Stimulate and promote interest in the activities and programs of the Corporation by publishing a periodic newsletter to (i) recognize participant achievements, (ii) present news of expanding services and (iii) disseminate results of research programs.
- G. Work closely with area school superintendents, school principals, and career guidance counselors, education and youth development associations, and private school and home schooling associations to promote advocacy of the Corporation's mission.
- H. Conduct annual assessments (i) to ensure that the Corporation career literacy programs continue to meet the highest levels of quality and effectiveness and (ii) to evaluate the impact of these programs on youth career choice decisions.
- I. Maintain a Board of Advisers to provide counsel in support of any matters consistent with the vision and mission of the Corporation. The Board of Advisers will be comprised of individuals of noted achievement representing a diverse field of vocations, including, but not limited to, academic, education, corporate, government, military, religious, medical and entrepreneurial affiliations.

3.2 Restrictions

Despite anything to the contrary in these Articles of Incorporation

- A. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.
- B. 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.
- C. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future tax code, or by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future tax code.

ARTICLE IV. MEMBERS

The Corporation shall have such class or classes of Members as shall be designated in the Bylaws of the Corporation as amended from time to time, which shall designate the class or classes of Members, state the qualifications and rights of the Members of each class, and confer, limit, or deny the right to vote.

ARTICLE V. DIRECTORS

5.1 Directors of the Corporation.

Initial Directors, are appointed; members of the initial board of directors shall serve until the first annual meeting, at which their successors will be duly elected and qualified, or removed as provided in the Bylaws of the Corporation. Election and reelection of Directors shall occur by a majority vote of a quorum of all of the Directors attending or otherwise properly participating in a regular meeting or special meeting of the Board of Directors. Additional Directors may be elected at any time by a majority vote of the serving Directors. All other matters pertaining to Directors, including number, qualifications, terms, groups, eligibility and elections shall be prescribed by the Bylaws of the Corporation.

5.2 Bylaws.

The Board of Directors shall adopt the initial Bylaws of the Corporation and the Board of Directors shall have the power to alter, amend or repeal the same or adopt new Bylaws.

5.3 Management of Business and Affairs of the Corporation.

The management of the business and the conduct of the affairs of the Corporation are vested in its Board of Directors. Except as otherwise provided in these Articles of Incorporation, each Director of the Corporation is entitled to one vote per Director on all matters voted or acted upon by the Board of Directors.

ARTICLE VI. INITIAL DIRECTORS

The number of directors constituting the initial board of directors are three (3); their names and addresses are as follows:

Title	Name Address
Chairman	T. Catrise Boyd, PhD, 2205 Gabriel Drive Orange Park, FL 32073
Vice-Chairman	Detra Dames, 6195 118 th Street, Jacksonville, FL 32244
Treasure/Secretary	Kay Poole, 1038-5 Dunn Avenue #56, Jacksonville, FL 32218

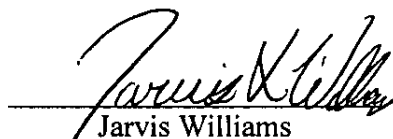
ARTICLE VII. REGISTERED OFFICE AND AGENT

7.1 Registered Agent

The name of the City in which the initial registered office is located is Jacksonville, Florida the address of the original registered office is 6215 Turknett Road, Jacksonville, FL 32244. The name of the initial registered agent is Mr. Jarvis Williams an individual who is a resident of Jacksonville, FL.

7.2 Acceptance of Registered Agent

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statues relative to the proper and complete performance of my duties.


Jarvis Williams

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ARTICLE VIII. DISPOSAL OF ASSETS

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 city or 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.

ARTICLE IX. INDEMNIFICATION AND LIMITATION OF LIABILITY

The property of this Corporation is irrevocably dedicated to educational, civic and charitable purposes and no part of the net income or assets of this Corporation shall ever inure to the benefit of any Director or officer thereof, or to the benefit of any private individual.

8.1 Definitions

A. Definitions. For purposes of this Article the following definitions shall apply:

- (i) "Corporation" means this Corporation only and no predecessor entity or other legal entity;
- (ii) "expenses" include counsel fees, expert witness fees, and costs of investigation, litigation and appeal, as well as any amounts expended in asserting a claim for indemnification;
- (iii) "liability" means the obligation to pay a judgment, settlement, penalty, fine, or other such obligation including, without limitation, any excise tax assessed with respect to an employee benefit plan;
- (iv) "legal entity" means a corporation, partnership, joint venture, trust, employee benefit plan or other enterprise;
- (v) "predecessor entity" means a legal entity the existence of which ceased upon its acquisition by the Corporation in a merger or otherwise; and
- (vi) "proceeding" means any threatened, pending, or completed action, suit, proceeding or appeal whether civil, criminal, administrative or investigative and whether formal or informal.

B. Limit on Liability. In every instance in which the Act, as it exists on the date hereof or may hereafter be amended, permits the limitation or elimination of liability of Directors or officers of a corporation to the corporation or its members (if any), the Directors and officers of the Corporation shall not be liable to the Corporation.

C. Indemnification of Directors and Officers. The Corporation shall indemnify any individual who is, was or is threatened to be made a party to a proceeding (including a proceeding by or in the right of the Corporation) because such individual is or was a Director or officer of the Corporation or because such individual is or was serving the Corporation, or any other legal entity in any capacity at the request of the Corporation while a Director or officer of the Corporation, against all liabilities and reasonable expenses incurred in the proceeding except such liabilities and expenses as are incurred because of such individual's willful misconduct or knowing violation of the criminal law. Service as a Director or officer of a legal entity controlled by the Corporation shall be deemed service at the request of the Corporation. The determination that indemnification under this Section C is permissible and the evaluation as to the reasonableness of expenses in a specific case shall be made, in the case of a Director, as provided by law, and in the case of an officer, as provided in Section D of this Article; provided, however, that if a majority of the Directors of the Corporation has changed after the date of the alleged conduct giving rise to a claim for indemnification, such determination and evaluation shall, at the option of the person claiming indemnification, be made by special legal counsel agreed upon by the Board of Directors and such person. Unless a determination has been made that indemnification is not permissible, the Corporation shall make advances and reimbursements for expenses incurred by a Director or officer in a proceeding upon receipt of an undertaking from such Director or officer to repay the same if it is ultimately determined that such Director or officer is not entitled to indemnification. Such undertaking shall be an unlimited, unsecured general obligation of the Director or officer and shall be accepted without reference to such Director's or officer's ability to make repayment. The termination of a proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent shall not of itself create a presumption that a Director or officer acted in such a manner as to make such Director or officer ineligible for indemnification. The Corporation is authorized to contract in advance to indemnify and make advances and reimbursements for expenses to any of its Directors or officers to the same extent provided in this Section C.

D. Indemnification of Others. The Corporation may, to a lesser extent or to the same extent that it is required to provide indemnification and make advances and reimbursements for expenses to its Directors and officers pursuant to Section C, provide indemnification and make advances and reimbursements for expenses to its employees and agents, the directors, officers, employees and agents of its subsidiaries and predecessor entities, and any person serving any other legal entity in any capacity at the request of the Corporation, and may contract in advance to do so. The determination that indemnification under this Section D is permissible, the authorization of such indemnification and the evaluation as to the reasonableness of expenses in a specific case shall be made as authorized from time to time by general or specific action of the Board of Directors, which action may be taken before or after a claim for indemnification is made, or as otherwise provided by law. No person's rights under Section C of this Article shall be limited by the provisions of this Section D.

E. Miscellaneous. The rights of each person entitled to indemnification under this Article shall inure to the benefit of such person's heirs, executors and administrators. Special legal counsel selected to make determinations under this Article may be counsel for the Corporation. Indemnification pursuant to this Article shall not be exclusive of any other right of indemnification to which any person may be entitled, including indemnification pursuant to a valid contract, indemnification by legal entities other than the Corporation and indemnification under policies of insurance purchased and maintained by the Corporation or others. However, no person shall be entitled to indemnification by the Corporation to the extent such person is indemnified by another, including an insurer. The Corporation is authorized to purchase and maintain insurance against any liability it may have under this Article or to protect any of the persons named above against any liability arising from their service to the Corporation or any other legal entity at the request of the Corporation regardless of the Corporation's power to indemnify against such liability. The provisions of this Article shall not be deemed to preclude the Corporation from entering into contracts otherwise permitted by law with any individuals or legal entities, including those named above. If any provision of this Article or its application to any person or circumstance is held invalid by a court of competent jurisdiction, the invalidity shall not affect other provisions or applications of this Article, and to this end the provisions of this Article are severable.

F. Amendments. No amendment, modification or repeal of this Article shall diminish the rights provided hereunder to any person arising from conduct or events occurring before the adoption of such amendment, modification or repeal.

ARTICLE X. DURATION/DISSOLUTION

The period for the duration of the Corporation is perpetual. The Corporation may be dissolved at any time by action of the Board of Directors acting in compliance with state laws and procedures. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or civic purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court or courts of competent jurisdiction such purposes or to such organization or organizations as such court or courts shall determine, which are organized and operated exclusively for such purposes. No Director, officer or other individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation or the winding up of its affairs.

ARTICLE XI. AMENDMENTS

Amendments to these Articles of Incorporation shall be adopted at a meeting of the Board of Directors by a vote, in person, of at least two-thirds of the Directors then in office.

ARTICLE XII. INITIAL INCORPORATORS

I, the undersigned, have hereunto subscribed my name for the purpose of forming the corporation under the laws of the State of Florida and certify executed the Articles of Incorporation this January 1st, 2013.

Name Address

T. Catrise Boyd, PhD, 2205 Gabriel Drive,
Orange Park, FL 32073

Printed Name


Signature