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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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\_\_\_\_\_  
(Business Entity Name)

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(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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FILED  
13 MAY 13 PM 3:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MRS  
5/14/13

EFFECTIVE DATE 5/7/13

162 25682

# THE ALVAREZ LEGAL GROUP

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April 25, 2013

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

Re: Non-Profit Corporation Filing with State

Dear Sir or Madam:

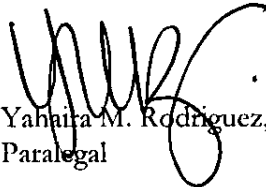
Enclosed please find the following documents:

1. Original Articles of Incorporation (Non-Profit) for Course of Action Foundation, Inc.
2. Acceptance of Registered Agent signed by Evelio Otero, Jr.
3. Check #1225 made to The Florida Department of State for \$87.50 to pay for the Initial Filing fee, the Designation of Registered Agent, a Certified Copy and a Certificate of Status for the newly formed entity.

Kindly file and docket same for which I thank you. Please forward the requested Certificate of Status and the Certified Copy to this office. Should you have any questions, please do not hesitate to contact our office

Sincerely,

The Alvarez Legal Group, PL.

  
Yahaira M. Rodriguez,  
Paralegal

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# THE ALVAREZ LEGAL GROUP

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May 7, 2013

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

Re: Non-Profit Corporation Filing with State

Dear Sir or Madam:

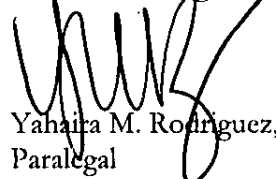
Enclosed please find the following documents:

1. Corrected Original Articles of Incorporation (Non-Profit) for Course of Action Foundation, Inc.
2. Acceptance of Registered Agent signed by Evelio Otero, Jr.
3. The Designation of Registered Agent, a Certified Copy and a Certificate of Status for the newly formed entity.

Kindly file and docket same for which I thank you. Please forward the requested Certificate of Status and the Certified Copy to this office. Should you have any questions, please do not hesitate to contact our office

Sincerely,

The Alvarez Legal Group, PL.



Yahaira M. Rodriguez,  
Paralegal



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED  
13 MAY 13 PM 1:24  
DIVISION OF CORPORATIONS

May 1, 2013

THE ALVAREZ LEGAL GROUP  
ATTN: YAHAIRA M RODRIGUEZ, PARALEGAL  
1936 W. MARTIN LUTHER KING JR. BLVD #104  
TAMPA, FL 33607

SUBJECT: COURSE OF ACTION FOUNDATION, INC.  
Ref. Number: W13000025682

We have received your document for COURSE OF ACTION FOUNDATION, 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 effective date is not acceptable since it is not within five working days of the date of receipt.

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.

Ruby Dunlap  
Regulatory Specialist II  
New Filing Section

Letter Number: 313A00010501

**ARTICLES OF INCORPORATION**

of

**COURSE OF ACTION FOUNDATION, INC.**

FILED 5/7/2013

13 MAY 13 PM 3:38

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby subscribes these Articles of Incorporation to form a corporation (the "Corporation") not-for-profit under the Florida Not-for-Profit Corporation Act and other laws of the State of Florida (*Florida Statutes* Chapter 617).

**ARTICLE I**

**Name and Address**

EFFECTIVE DATE 5/7/13

The name of the Corporation is **COURSE OF ACTION FOUNDATION, INC.** The street address of the initial principal office is 2700 W. MLK Boulevard, Suite 208, Tampa, Florida, 33607. The mailing address of the Corporation is 2700 W. MLK Boulevard, Suite 208, Tampa, Florida, 33607. The Board of Directors may from time to time change the principal office or mailing address of the Corporation to any other address in the State of Florida.

**ARTICLE II**

**Purposes**

The purposes for which the Corporation is formed are exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law (the "Revenue Laws") and the purposes of the Corporation are limited exclusively to the charitable purposes set forth below. In carrying out such purposes, this Corporation shall have all of the powers and authorities granted by statute and law, including the power and authority to accept gifts, devise and other contributions for charitable purposes, to hold and administer the funds and properties received and to expend, contribute and otherwise dispose of funds or properties for charitable purposes either directly or by contribution to other Section 501(c)(3) organizations organized and operated exclusively for charitable purposes; provided, however, said powers and authorities shall be exercised only in furtherance of charitable purposes.

The primary purpose of this Corporation is to enhance, promote and educate the general public about the economic and social growth opportunities between the City of Tampa and Latin America to directly impact the social, educational and economic well being of both areas.

**ARTICLE III**

**Powers**

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as

***COURSE OF ACTION FOUNDATION, INC.***  
***Articles of Incorporation***

to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are set forth in furtherance of the exempt purposes of organizations set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its regulations as the same now exist or as they may be hereafter amended from time to time.

**ARTICLE IV**  
**Board of Directors**

The affairs of the Corporation shall be managed by a Board of Directors, members of which shall be elected annually in accordance with the Bylaws. The number of Directors shall be fixed as set forth in the Bylaws of the Corporation but shall never be less than five (5). The names and addresses of the initial Board of Directors, consisting of those persons who shall serve until their successors are duly elected and qualified, shall be as follows:

<b>Name</b>	<b>Address</b>
Daniel A. Alvarez, Sr.	1936 W. MLK Boulevard, Suite 104, Tampa, Florida, 33607
Brett Doster	2700 W. MLK Boulevard, Suite 208, Tampa, Florida, 33607
Robert Galloway	2700 W. MLK Boulevard, Suite 208, Tampa, Florida, 33607
Dr. Tarik Hassan	5420 Webb Road, Suite B2, Tampa, Florida, 33615
Ken Lane	2700 W. MLK Boulevard, Suite 208, Tampa, Florida, 33607
Evelio Otero, Jr.	2700 W. MLK Boulevard, Suite 208, Tampa, Florida, 33607
Hector P. Pagon	2700 W. MLK Boulevard, Suite 208, Tampa, Florida, 33607
Jim Waurishuk	2700 W. MLK Boulevard, Suite 208, Tampa, Florida, 33607

***COURSE OF ACTION FOUNDATION, INC.***  
***Articles of Incorporation***

**ARTICLE V**  
**Officers**

The officers of the Corporation shall be a President, Secretary and Treasurer, and such other officers as may be provided by the Bylaws. Officers shall be elected annually by the Board of Directors at its annual meeting. The names of the persons who are to serve as officers of the Corporation until the first meeting of the Board of Directors are:

<b>Name</b>	<b>Title</b>
Evelio Otero, Jr.	President
Herly Otero	Vice President/Treasurer
Evelio Otero, Jr.	Secretary

**ARTICLE VI**  
**Incorporator**

The name of the incorporator is Evelio Otero, Jr. The street address of the incorporator is 2700 W. MLK Boulevard, Suite 208, Tampa, Florida, 33607.

**ARTICLE VII**  
**Registered Office and Agent**

The street address of the registered office of this Corporation is 2700 W. MLK Boulevard, Suite 208, Tampa, Florida, 33607 and the name of the initial registered agent at such address is Evelio Otero, Jr.

**ARTICLE VIII**  
**Bylaws**

The Board of Directors of this Corporation shall adopt such Bylaws for the conduct of its business and the carrying out of its purposes, as they may deem necessary from time to time. The Board of Directors of this Corporation may by the vote of two-thirds (2/3) of the members of the Board of Directors at a meeting duly called in accordance with the Bylaws of the Corporation, adopt such amendments to the Bylaws as they deem necessary from time to time.

**ARTICLE IX**  
**Amendments**

Amendments to these Articles of Incorporation shall be proposed by a majority of the Board of Directors and adopted by the vote of two-thirds (2/3) of the members of the Board of Directors at a meeting duly called in accordance with the Bylaws of the Corporation.

**COURSE OF ACTION FOUNDATION, INC.**  
**Articles of Incorporation**

**ARTICLE X**  
**Limitations on Actions**

All of the assets and earnings of the Corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto and any other exclusively exempt purposes adopted by the Board of Directors. No part of the net earnings shall inure to the benefit of or be distributable to its members, trustees, officers or any other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth in Article 3 hereof. No substantial part of the Corporation's activity shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or interfere with (including the publication or distribution of statements regarding) 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 activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws) or any organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws). The Corporation shall have no capital stock, pay no dividends, and distribute no part of its net income or assets to any members, Directors or officers.

Although the Corporation is not intended to be a private foundation, as defined in Section 509(a) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws), without limitation of the generality of the foregoing paragraph, during such time as the Corporation may be determined to be a private foundation, it shall not:

- i)** fail to distribute its income for each taxable 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 (or corresponding provisions of any subsequent Revenue Laws);
- ii)** engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);
- iii)** retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);
- iv)** make any investment in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws); or
- v)** make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws).



***COURSE OF ACTION FOUNDATION, INC.***  
***Articles of Incorporation***

**ARTICLE XI**  
**Dissolution**

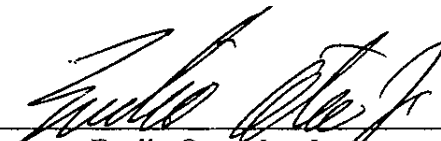
Upon dissolution of the Corporation, all of its assets remaining after payment of or provision for all liabilities of the Corporation, including costs and expenses of such dissolution, shall be utilized exclusively for the exempt purposes of the Corporation or distributed to an organization described in Section 501(c)(3) or 170(c)(2) of the Internal Revenue Code of 1986, or to the corresponding provisions of any future Revenue Law, as shall be selected by the last Board of Directors. None of the assets will be distributed to any member, officer or Director of this Corporation. Any such assets not so disposed of shall be disposed of by the circuit court 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.

**ARTICLE XII**  
**Term of Existence**

The effective date for this corporation shall be 5/7/2013. The Corporation shall have perpetual existence.

I submit this document and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in


Date: 5/7/2013

  
Evelio Otero Jr., Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the within-named Corporation, at the place designated hereinabove, the undersigned hereby accepts the designation to act in this capacity, and agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties and acknowledges that he is familiar with and accepts the obligations of his position as registered agent.

Date: 5/7/2013

  
Evelio Otero, Jr.  
Registered Agent

**FILED**  
**13 MAY 13 PM 3:39**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**