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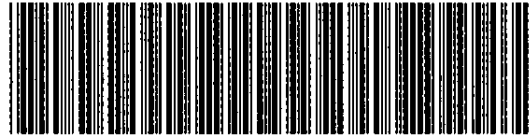
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DIVISION OF CORPORATIONS
13 MAY 22 AM 10:20

5/29/13

COVER LETTER

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

SUBJECT: GUARDIAN WATCH, 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: **Thomas D. Oates, Esq.**
Name (Printed or typed)

1500 E. Atlantic Blvd, Suite B
Address

Pompano Beach, FL 33060
City, State & Zip

954-942-6500
Daytime Telephone number

tmcgrath@bellsouth.net
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION
OF THE
GUARDIAN WATCH, INC.

13 MAY 22 AM 10: 20

The undersigned hereby associate themselves together for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, the Florida Not For Profit Corporation Act, and certify as follows:

ARTICLE 1

NAME

1.1 The name of the corporation shall be Guardian Watch, Inc. For convenience this corporation shall be referred to as the "Corporation".

ARTICLE 2

PURPOSES

2.1 Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, 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.

2.2 The Corporation shall not issue shares of and shall make no distribution of income or profit to its members, directors or officers.

ARTICLE 3

POWERS

3.1 The Corporation shall have all the powers of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles.

3.2 The Corporation shall have all of the powers reasonably necessary to implement the purposes of the Corporation.

3.3 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 in Article Two hereof. 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.

ARTICLE 4

DIRECTORS

5.1 All Corporate powers shall be exercised by or under the authority of, and the affairs of a corporation shall be managed under the direction of a Board of Directors. The Board of Directors shall consist of not less than three (3) nor more than nine (9) as shall be determined by the Bylaws, provided that there shall always be an odd number of directors. In the absence of a determination as to the number of directors, the Board shall consist of three (3) directors.

5.2 Directors of the Corporation shall be appointed or elected at the annual meeting of the members in the manner determined by the Bylaws.

5.3 Until the first election of directors, the names and addresses of the members of the initial Board of Directors are as follows:

Tom McGrath
7333 Miami Lakes Drive # 578
Miami Lakes, Florida 33014

Mrs. Carleen Spano, Phd.
7333 Miami Lakes Drive # 578
Miami Lakes, Florida 33014

Mr. Leo Mesa, Phd
7333 Miami Lakes Drive # 578
Miami Lakes, Florida 33014

ARTICLE 5

OFFICERS

The Affairs of the Corporation shall be administered by a President, a Vice President, a Secretary, a Treasurer, and as many Assistant Vice Presidents, Assistant Secretaries, and Assistant Treasurers as the Board of Directors shall from time to time determine, who need not be directors. Such officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Corporation, which officers shall serve without compensation at the pleasure of the Board of Directors. The same person may hold two offices, the duties of which are not incompatible provided, however, that the officers of the President and Vice President shall not be held by the same persons.

ARTICLE 6

AMENDMENTS

Amendments to the Articles of Incorporation shall be enacted by a vote of not less than two-thirds (2/3) of the members of the Board of Directors. An amendment shall be effective when filed with the Secretary of State of the State of Florida.

ARTICLE 7

TERM

The term of the Corporation shall be perpetual unless the Corporation is terminated sooner by law.

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.

ARTICLE 8

INCORPORATION, REGISTERED AGENT AND REGISTERED OFFICE

The name of the incorporator is Tom McGrath, 7333 Miami Lakes Drive # 578, Miami Lakes, Florida 33014.

The name of the initial registered agent is Thomas D. Oates, Esq., 1500 East Atlantic Boulevard, Suite B, Pompano Beach, Florida 33060.

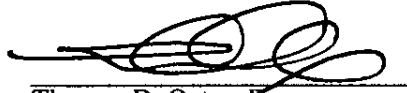
ARTICLE 9

PRINCIPAL ADDRESS

The Corporation's principal address and mailing address shall be 7333 Miami Lakes Drive # 578, Miami Lakes, Florida 33014.

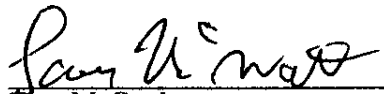
ACCEPTANCE BY REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said Corporation.


Thomas D. Oates, Esq.,
Registered Agent

5/21/13
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.


Tom McGrath
Incorporator

5/16/13
Date

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