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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MRB  
10/8/13

**COVER LETTER**

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

FILED  
13 OCT -7 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SUBJECT: Florida's Next Leaders, 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: Jennifer S. Blohm, Esq.  
Name (Printed or typed)

P.O. Box 1547  
Address

Tallahassee, FL 32302  
City, State & Zip

850-878-5212  
Daytime Telephone number

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

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

**ARTICLES OF INCORPORATION**

**OF**

**FLORIDA'S NEXT LEADERS, INC.**

FILED

13 OCT -7 AM 8:40

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of this Corporation not for profit pursuant to Chapter 617, Florida Statutes, adopts the following articles of incorporation and states as follows:

**ARTICLE I**

**Name, Principal Place of Business and Mailing Address**

The name of the corporation is "Florida's Next Leaders, Inc." The initial principal place of business is: 4644 West Gandy Boulevard, Suite 4-166, Tampa, Florida 33611.

**ARTICLE II**

**Duration**

The period of the duration of this corporation shall be perpetual unless dissolved in accordance with Florida law. Corporate existence shall commence upon filing with the Secretary of State.

**ARTICLE III**

**Purposes**

The purposes for which this corporation is created and maintained shall be exclusively for the promotion of social welfare and no activities which are not permitted by an organization exempt from taxation pursuant to Section 501(c)(4) of the Internal Revenue Code, as amended, shall be permitted.

The corporation shall have the following specific powers:

- (1) To identify, recruit, develop, train and assist community leaders in educating the community and promoting progressive issues on a statewide and local basis; to gather, analyze and disseminate data and information needed to assist in the

identification, recruitment, development and training of community leaders; to promote civic engagement and community participation in state and local government; and, to advocate for legislation and policies which will further the corporation's stated goals;

- (2) To serve as a core organization to bring together citizens and representatives of other organizations which have the common goals stated above;
- (3) To conduct fundraising activities for the production of revenues adequate to carry out the purposes of the corporation;
- (4) To employ staff, consultants, attorneys and accountants to ensure that all regulatory provisions are abided and the corporation's goals are achieved;
- (5) To exercise powers permitted by Florida law for a corporation not for profit;
- (6) To conduct such other related activities permitted to be conducted by an organization exempt from taxation pursuant to Section 501(c)(4) of the Internal Revenue Code, as amended.

#### **ARTICLE IV** **Restrictions**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons; provided, however, the corporation shall be authorized and empowered to pay reasonable compensation for services rendered by directors, officers, members and other private citizens and to make payments and distributions in furtherance of the purposes set forth in Article III, hereof and to pay or reimburse the reasonable expenses of fundraising or incurred in carrying out the objectives of the corporation.

**ARTICLE V**  
**Members**

The initial members of the corporation shall be the Board of Directors of the corporation.

Other classifications of membership may be established by the Board of Directors as provided in the by-laws of the corporation and may consist of separate categories of membership, each with different rights and responsibilities.

**ARTICLE VI**  
**Resident Office and Agent**

The street address and city of the registered office of the corporation is:

650 Ocean Drive #9E  
Key Biscayne, Florida 33149

The name of the initial registered agent at such address is Carlos Odio.

**ARTICLE VII**  
**Board of Directors**

The number of persons constituting the Board of Directors of the corporation shall be established in the by-laws, but shall not be less than three (3). The by-laws shall provide the process for the selection of Directors; provided, however, the initial Directors of the corporation shall be:

Carlos Odio, Chair  
650 Ocean Drive #9E  
Key Biscayne, Florida 33149

Tara Geise  
4320 South Thatcher Avenue  
Tampa, Florida 33611

Ellen Freidin  
3182 Munroe Drive  
Miami, Florida 33133

There shall be no limit on the number of terms a Board member may serve unless provided otherwise in the by-laws. The term of office of Board members shall be stated in the by-laws. The Board of Directors may authorize reimbursement of expenses incurred by Board members in conjunction with the corporation's business or other approved activities directly related to the corporation's purposes.

Nothing herein shall be construed to preclude any Director from serving the corporation in any other capacity and receiving additional compensation therefore.

The by-laws may provide for an Executive Committee of the Board. The Board of Directors may establish other committees as may from time to time be determined necessary and appoint the membership on such committees.

#### **ARTICLE VIII** **Officers**

The corporation shall have at least the following Officers -- President/Chair, Secretary and Treasurer -- and such other Officers as may be provided for in the by-laws. The manner of selection of Officers also shall be provided for in the by-laws; provided, however, the initial officers shall be:

Carlos Odio, President/Chair and Secretary  
650 Ocean Drive #9E  
Key Biscayne, Florida 33149

Tara Geise, Treasurer  
4320 South Thatcher Avenue  
Tampa, Florida 33611

#### **ARTICLE IX** **Indemnification of Officers and Directors**

Officers and Directors shall be indemnified by the corporation against all expenses and liabilities, including attorney's fees, including any incurred in appellate proceedings, reasonably

incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office as provided in the by-laws. The corporation may purchase and maintain insurance on behalf of all Officers and Directors against any such liability asserted against them or incurred by them in their capacity as Officers and Directors or arising out of their status as such.

**ARTICLE X**  
**Non-Stock Basis**

This corporation is organized on a non-stock basis.

**ARTICLE XI**  
**Dissolution**

In the event of dissolution of this corporation, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future United States Internal Revenue law or to the federal, state or local government to be used for exclusively public purposes.

**ARTICLE XII**  
**Amendments**

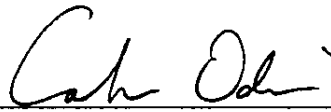
These Articles of Incorporation may be amended by majority vote of the Directors as provided in Section 617.1002(1)(b), Florida Statutes, at a meeting called for such purpose.

**ARTICLE XIII**  
**Incorporator**

The name and address of the original incorporator of this corporation are as follows:

Carlos Odio  
650 Ocean Drive #9E  
Key Biscayne, Florida 33149

IN WITNESS WHEREOF, 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 in Section 817.155, Florida Statutes.

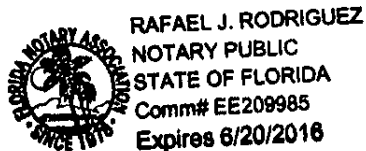
  
CARLOS ODIO  
INCORPORATOR

**VERIFICATION**

STATE OF FLORIDA                     )  
COUNTY OF MIAMI-DADE         )

The foregoing instrument was acknowledged before me this 3 day of October, 2013, by Carlos Odio, who is ☐ personally know to me or ☒ has produced satisfactory evidence of identification. FL-DL

WITNESS my hand and seal in the County and State named above on this 3 day of October, 2013.



My Commission Expires:

  
NOTARY PUBLIC

Notary Public: Rafael J. Rodriguez  
Printed Name

(Type of Identification Produced: FL-DL)

FILED  
13 OCT -7 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**ACCEPTANCE BY REGISTERED AGENT**

Carlos Odio, the Registered Agent named in the foregoing Articles of Incorporation, by the execution of this acceptance, does hereby agree to accept service of process for the above stated corporation at the place designated in this certificate, is familiar with and accepts the appointment as registered agent and agrees to act in this capacity and to maintain normal business hours at the following address: 650 Ocean Drive #9E, Key Biscayne, Florida 33149.



Carlos Odio

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TALLAHASSEE, FLORIDA