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Florida Department of State
Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION
CAPTIVITYANGELS, INC.

Certificate of Status	0
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PC 11/20/13



November 19, 2013

FLORIDA DEPARTMENT OF STATE
Division of Corporations

TRIAD PROFESSIONAL SERVICES, LLC

SUBJECT: CAPTIVITYANGELS, INC.
REF: W13000063942

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return 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.

Pamela Smith
Regulatory Specialist II

FAX Aud. #: H13000254619
Letter Number: 713A00026704

COVER LETTER

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

SUBJECT: CAPTIVITYANGELS, 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: Triad Professional Services, LLC
Name (Printed or typed)

1720 Windward Concourse, Ste. 390
Address

Alpharetta, GA 30005
City, State & Zip

770-777-2091
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.

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ARTICLES OF INCORPORATION

OF

CAPTIVITYANGELS, INC.

The undersigned, Tracy Crowe, acting as incorporator of a corporation under the Florida Not For Profit Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I: NAME; PRINCIPAL OFFICE

The name of the corporation is CaptivityAngels, Inc. The street address of the principal office of the corporation is: 1628 Elizabeths Walk, Winter Park, FL 32789.

ARTICLE II: PURPOSE

This corporation is organized exclusively for the prevention of cruelty to animals within the meaning of Section 501(c)(3) of the Internal Revenue Code, and the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

Notwithstanding any of the statements of purposes and powers of this corporation contained herein, the corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the specific purposes of this corporation.

ARTICLE III: DURATION

The corporation shall have perpetual duration.

ARTICLE IV: TAX EXEMPTION REQUIREMENTS

A. The corporation is organized and operated exclusively for the purposes set forth in Article II herein.

B. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements on behalf of any candidate for public office).

ARTICLE IV: RESTRICTIONS ON PRIVATE FOUNDATIONS

Notwithstanding any other provision in these Articles, if this corporation is deemed or determined to be a "private foundation" within the meaning of section 509 of the Internal Revenue Code, then this corporation shall be subject to the following limitations and restrictions:

1. The corporation shall 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, or the corresponding section of any future federal tax code.

2. The corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

3. The corporation shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

4. The corporation shall not make any investment in such manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

5. The corporation shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V: NO MEMBERS

The corporation shall have no members.

ARTICLE VI: REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is: 1200 South Pine Island Road, Plantation, Florida 33324. The name of the original registered agent as such address is NRAI Services, Inc.

ARTICLE VII: BOARD OF DIRECTORS

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted, by a board of directors. The number of directors of the corporation shall be not less than three (3); provided, however, that the number of directors can be changed by a bylaw duly adopted pursuant to the bylaws of this corporation. The directors named in these Articles as the first board of directors shall hold office until the annual meeting in November, 2014, at which an election of directors shall be held. Directors shall be elected by an affirmative vote of a majority of the directors. The directors elected may include some or all of the existing directors.

Directors elected at an annual meeting shall serve for a term of one (1) year until the next annual meeting of directors following the election of directors and until the qualification of their successors in office. An annual meeting of the directors shall be held on the 1st day in the month of November in each year, beginning with the year 2014, at the hour of 9:00 a.m., for the purpose of electing directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday in the State of Florida, the meeting shall be held on the next succeeding business day.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting if all the members of the board individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceeding of the board. Such action by written consent will have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law relating to actions so taken must state that the action was taken by unanimous written consent of the board of directors without a meeting and that the Articles of Incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of the persons who are to serve as the initial directors are:

Reverend Tracy Crowe
1628 Elizabeths Walk
Winter Park, FL 32789

Deb Ernst
1627 Elizabeths Walk
Winter Park, FL 32789

Reverend Christine Ray
1008 E Riviera Blvd
Oviedo, FL 32765

ARTICLE VIII: INCORPORATORS

The names and address of the incorporator is:

Reverend Tracy Crowe
1628 Elizabeths Walk
Winter Park, FL 32789

ARTICLE IX: OFFICERS

The board of directors shall elect the president, vice president, treasurer, secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially such officers are to be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

President
Reverend Tracy Crowe
1628 Elizabeths Walk
Winter Park, FL 32789

Vice President
Dale Grindle
5302 Blackburn Court
Oviedo, FL 32765

Treasurer
Emma Mason
1860 Semoran Boulevard
Winter Park, FL 32792

Secretary
Christina Demostine Horn
5106 Leeward Way
Orlando, FL 32809

ARTICLE X: BYLAWS

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Not For Profit Corporation Act, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted either by a resolution of the board of directors or by following the procedures set forth for such action in the bylaws.

ARTICLE XI: PROPERTY AND PROFITS

The property of this corporation is irrevocably dedicated to the purposes set forth in Article II herein and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person, 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 purpose or purposes set forth in Article II herein.

P 8/8
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ARTICLE XII: DISTRIBUTION UPON DISSOLUTION

Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purpose(s) within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, 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 such court shall determine, that are organized and operated exclusively for such purposes.

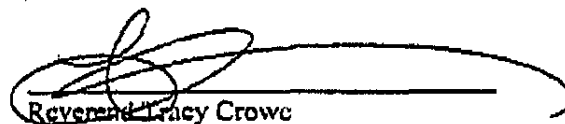
ARTICLE XIII: AMENDMENTS

Amendments to these Articles of Incorporation may be adopted by a vote of two-thirds of a quorum of the directors of the corporation.

ARTICLE XIV: LIMITED LIABILITY OF DIRECTORS AND OFFICERS

The officers and directors shall not be individually liable for the corporation's debts or other liabilities, and the private property of such individuals shall be exempt from any corporate debts or liabilities. The power of indemnification under the laws of the State of Florida shall not be denied or limited by the bylaws.

1. the undersigned, being the incorporator of this corporation for the purpose of forming this nonprofit charitable corporation under the laws of the State of Florida have executed these Articles of Incorporation on November 18, 2013.


Reverend Tracy Crowe

2013-11-18 12:26 TRIAD

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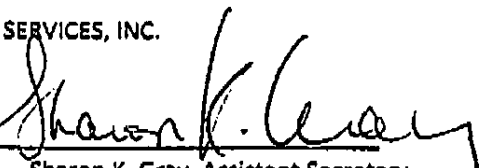
850-617-6381

P 8/8

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

NRAI SERVICES, INC.

By: 
Sharon K. Gray, Assistant Secretary

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