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(Requestor's Name)

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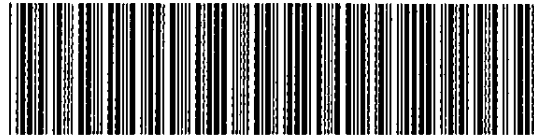
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SECURITY OF STATE
TALLAHASSEE, FLORIDA

K 12/31/13

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

BAY COLONY DOLLARS FOR SCHOLARS

INC

Signature _____

Requested by: SETH

12/30/13

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
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____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

**ARTICLES OF INCORPORATION
OF
BAY COLONY DOLLARS FOR SCHOLARS, INC.**

13 DEC 30 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby executes and submits these Articles of Incorporation for the purpose of forming a not-for-profit corporation under Chapter 617, Florida Statutes and the laws of Florida.

ARTICLE I – NAME

The name of this corporation is the following: BAY COLONY DOLLARS FOR SCHOLARS, INC.

ARTICLE II – PURPOSE

This corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended. In furtherance of its purposes, this corporation may engage in, advance, promote, support and administer activities and projects of every kind and nature whatsoever; provided that all the powers of this corporation shall be exercised only so that this corporation's operations are exclusively within the contemplation of Section 501(c)(3) of the Internal Revenue Code, as amended. All references in these Articles of Incorporation to sections of the Internal Revenue Code are to the Internal Revenue Code of 1986 and include any provisions thereof adopted by future amendments thereto and any cognate provisions in future Internal Revenue Codes to the extent such provisions are applicable to this corporation.

ARTICLE III – NOT FOR PROFIT

This corporation is a not-for-profit corporation under Chapter 617, Florida Statutes. This corporation shall not afford pecuniary gain, incidentally or otherwise, to any members or shareholders. No part of the net income or net earnings of this corporation shall inure to the benefit of any member, private shareholder or individual. This corporation shall not lend any of its assets to or guarantee the obligation of any officer, director, or employee of this corporation, or a member of the family of such a person. Nothing herein shall be construed to prohibit the payment of reasonable compensation to any person for services actually rendered by such person to this corporation.

ARTICLE IV – LIMITATION

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

ARTICLE V – DURATION

The period of duration of this corporation's existence shall be perpetual.

ARTICLE VI – ADDRESS

The initial mailing address of the corporation shall be 8700 Bay Colony Drive, Naples, Florida 34108. The principal office of the corporation shall be located at the mailing address or at such other place as may be subsequently designated by the Board of Directors of the corporation from time to time.

ARTICLE VII – REGISTERED OFFICE AND AGENT

The registered office of this corporation shall be located at 8700 Bay Colony Drive, Naples, Florida 34108.

ARTICLE VIII – MEMBERS

The terms, conditions and qualifications with respect to the membership of this corporation shall be as provided in the Bylaws of the corporation. This corporation shall not have members with voting rights. The Board of Directors may establish one or more classes of non-voting members upon such conditions and terms as it from time to time deems appropriate.

ARTICLE IX – BOARD OF DIRECTORS

The management and direction of the business of this corporation shall be vested in a Board of Directors. The number, method of selection, term of office, powers, authority and duties of members of the Board of Directors, the time and place of their meetings, and such other regulations with respect to them as are not inconsistent with the express provisions of these Articles of Incorporation shall be as specified from time to time in the Bylaws of this corporation

ARTICLE X – INITIAL BOARD OF DIRECTORS

The Initial Board of Directors shall have five (5) members, each of whom shall serve until the first annual meeting of the Board of Directors. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successor are:

<u>Name</u>	<u>Address</u>
Donna Canning	8700 Bay Colony Drive Naples, Florida 34108
LuAnn Giovannelli	8700 Bay Colony Drive Naples, Florida 34108

13 DEC 30 AM 8:48
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TALLAHASSEE, FLORIDA

Martha Mazzitelli

8700 Bay Colony Drive
Naples, Florida 34108

Vince Pettnelli

8700 Bay Colony Drive
Naples, Florida 34108

Jill Rogers

8700 Bay Colony Drive
Naples, Florida 34108

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FALLA MESSER FLORIDA

ARTICLE XI – OFFICERS

The affairs of the corporation shall be administered by a President, a Vice-President, a Secretary and a Treasurer and such other Officers as may be designated from time to time in the Bylaws. The Officers shall be elected or designated by the Board of Directors at such time and in such manner as may be prescribed by the Bylaws or by Florida law.

ARTICLE XII – Bylaws

The Bylaws of the corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded as provided therein; provided, however, that at no time shall the Bylaws conflict with these Articles of Incorporation.

ARTICLE XIII – NO STOCK

This corporation shall have no capital stock.

ARTICLE XIV – LIABILITY

The directors and officers of this corporation shall not be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the directors or officers be subject to the payment of the debts or obligations of this corporation to any extent whatsoever.

ARTICLE XV – AMENDMENTS

These Articles of Incorporation may be amended from time to time in the manner provided by law.

ARTICLE XVI – DISSOLUTION

This corporation may be dissolved in accordance with the laws of the State of Florida. In the event of the dissolution of this corporation any surplus property remaining after the payment of its debts shall be disposed of for one or more of the purposes of this corporation by transfer to one or more corporations, associations, institutions, trusts, or foundations described in Section 501(c)(3) of the Internal Revenue Code, or to a federal or state government, or any political subdivision or agency thereof, for public purposes, in such proportions as the Board of Directors of this corporation shall determine. Notwithstanding any provision herein to the contrary, nothing herein shall be construed to affect the disposition of property and assets held by this corporation upon trust or other condition, or subject to any executory or special limitation, and such property, upon dissolution of this corporation, shall be transferred in accordance with the trust, condition or limitation imposed with respect to it.

ARTICLE XVII – INCORPORATOR

The name and address of the incorporator of this corporation is the following:

LuAnn Giovannelli
8700 Bay Colony Drive
Naples Florida 34108

IN WITNESS WHEREOF, the incorporator has affixed her signature as of this 30th day of December, 2013.

INCORPORATOR:

LuAnn Giovannelli

13 DEC 30 AM 8:48
NOTARY PUBLIC
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

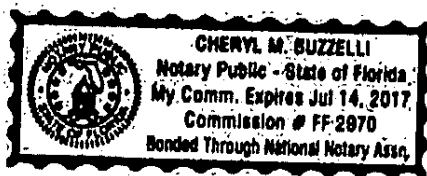
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 30th day of DECEMBER, 2013 by LuAnn Giovannelli, who ☒ is personally known to me or ☐ produced _____ as identification.

Cheryl M. Buzzelli
Notary Public

Printed Name: CHERYL M. BUZZELLI
My Commission Expires: JULY 14, 2017

(Seal)



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, the undersigned person, having been named as Registered Agent to accept service of process for the above-stated corporation at the place designated in this statement, hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


LuAnn Giovannelli, Registered Agent

FILED
13 DEC 30 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA