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## COVER LETTER

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

SUBJECT: P.R.O. Youth Foundation  
(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: Edwin W. Lawrence  
Name (Printed or typed)

3215 105<sup>th</sup> St. E.  
Address

Palmetto, FL 34221  
City, State & Zip

619-851-5870  
Daytime Telephone number

Picknyovoff@yahoo.com  
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 FOR  
P.R.O Youth Foundation, Inc.  
( A Corporation Not-for-Profit)**

The undersigned natural person of legal age, acting as incorporator, for the purpose of forming a Florida not-for –profit corporation under the laws of the State of Florida hereby adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the Corporation is P.R.O Foundation, Inc.

**ARTICLE II  
ADDRESS**

The principal place of business address is:  
3215 105<sup>th</sup> Street East  
Palmetto, FL 34221

The mailing address of the Corporation is:  
3215 105ht Street East  
Palmetto, FL 34221

**ARTICLE III  
DURATION**

The corporation shall have perpetual existence.

**ARTICLE IV  
PURPOSE**

The corporation is organized exclusively for charitable, religious, educational purposes as defined within the meaning of Section 501 ( c ) (3) of the Internal Revenue Code and it principle purpose shall be to promote educational and athletic opportunities for youth with a special emphasis on disadvantaged youth in our community. The specific purpose of the P.R.O Foundation, Inc. is to serve as a youth development program that provide youth with athletic and educational resources that will provide leadership development and decision making skills essential for future success. P.R.O stands for Providing Resources and Opportunities.

**ARTICLE V  
POWERS**

The corporation shall have all powers granted by law to not-for-profit corporations subject to the following limitations and 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, except that the corporation shall be authorized to pay reasonable compensation for services rendered and to make

SECRETARY OF STATE  
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payments and distributions in furtherance of the purposes as set forth in the Article IV. 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 of statements) any political campaign on behalf of 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 by exempt corporation pursuant to Section 501 (c ) ( 3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 ( c ) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

#### **ARTICLE VI**

#### **DISSOLUTION**

No director, officer or private individual, shall be entitled to share in the distribution of any corporate assets upon dissolution of the corporation. Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) ( 3) of the Internal Revenue Code, or corresponding section of any future federal tax code, after making payment on all outstanding liabilities of the corporation, shall be distributed to the federal government or state government for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction, as provided by law, of the county where the corporation is located , exclusively for such purposes or to such organizations , as said shall court shall determine, which are organized and operated exclusively for that purpose.

#### **ARTICLE VII**

#### **NO MEMBERS**

This corporation shall have no members and shall not issue members certificates.

#### **ARTICLE VIII**

#### **BOARD OF DIRECTORS**

Control of the affairs of the corporation shall initially be vested in the Board of Directors consisting of four (4) Directors who shall be elected on an annual basis. The term of office for a Board Director may be for more than one ( 1) term. The names and addresses of the Board of Directors are:

Edwin Lawrence, Jr.  
3215 105<sup>th</sup> Street East  
Palmetto, FL 34221

LaTanya L. Lawrence  
3215 105<sup>th</sup> Street East  
Palmetto, FL 34221

Carl E. Brody, Jr.  
2801 58<sup>th</sup> Circle South  
St. Petersburg, FL 33712

Jeffrey Smith  
4325 Trout Drive SE  
St. Petersburg, FL 33705

Destry Fudge  
2301 Green Way South  
St. Petersburg, FL 33712

**ARTICLE IX**  
**INFORMAL ACTION**

To the extent permitted by law, any action required to be taken at annual or special meeting of the Board of Directors, or any action taken at any annual or special meeting of such Board may be taken without a meeting, without prior notice, if consent in writing, setting for the action so taken is signed by all of the Directors.

**ARTICLE X**  
**BYLAWS**

The Board of Directors shall make, and shall have the power to amend or repeal, the Bylaws of the corporation.

**ARTICLE XI**  
**REGISTERED OFFICE AND AGENT**

The registered office for the corporation shall be 3215 105<sup>th</sup> Street East, Palmetto, FL 34221.

The registered agent for the corporation shall be Edwin Lawrence, Jr., 3215 105<sup>th</sup> Street East, Palmetto, FL 34221.

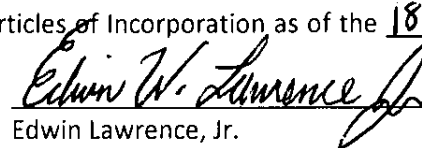
**ARTICLE XII**  
**AMENDMENT OF ARTICLES**

These Articles of Incorporation may be amended by the Board of Directors and such amendments may be proposed and adopted as set forth in the Bylaws.

**ARTICLE XIII**  
**INCORPORATOR**

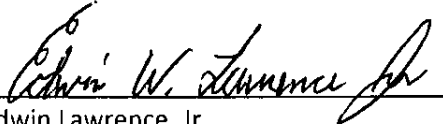
The name and address of the person signing these Articles of Incorporation as the Incorporator is Edwin Lawrence, Jr, 3215 105<sup>th</sup> Street East, Palmetto, FL 34221.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the 18 day of December 2013.

  
Edwin Lawrence, Jr.  
Incorporator

**ACCEPTANCE AND ACKNOWLEDGEMENT**

I hereby agree to act as registered agent, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept the obligations of Section 617.0501 of the Florida Statutes.

  
Edwin Lawrence, Jr.  
Registered Agent