

N 14 000000771

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200255552342

01/15/14--01005--020 **78.75

FILED
14 JAN 15 AM 7:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

COVER LETTER

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

SUBJECT: MAKING CONNECTIONS COUNSELING, 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: Stacey L. Schaeffer
Name (Printed or typed)

1767 Lakewood Ranch Boulevard #222
Address

Bradenton, FL 34211
City, State & Zip

941-812-3811
Daytime Telephone number

makingconnections@mail.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
OF
MAKING CONNECTIONS COUNSELING, INC.

(In compliance with Chapter 617, F.S. Not For Profit)

The undersigned, all of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Law of Florida, do hereby certify:

ARTICLE I: NAME

The name of the Corporation shall be MAKING CONNECTIONS COUNSELING, INC., (hereinafter "Corporation").

ARTICLE II: PRINCIPAL OFFICE

The place in this state where the principal office of the Corporation is to be located is:

1767 Lakewood Ranch Boulevard #222
Bradenton, FL 34211

The mailing address of this Corporation shall be:

c/o Stacey L. Schaeffer
1767 Lakewood Ranch Boulevard #222
Bradenton, FL 34211

FILED
14 JAN 15 AM 7:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE III: PURPOSE

Said Corporation is organized exclusively for charitable, religious, educational, and/or 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 and any other activity permitted by law.

ARTICLE IV: EFFECTIVE DATE

These Articles of Incorporation shall be effective starting January 8, 2014.

ARTICLE V: TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI: INITIAL OFFICERS AND DIRECTORS

The names and addresses of the persons who are the initial Officers and Directors of the Corporation are as follows:

Chairman/Director: Stacey Schaeffer, M.A.

Address: 1767 Lakewood Ranch Boulevard. #222, Bradenton, FL 34211

Vice Chairman/Director: Ray D. Stuckey

Address: P.O. Box 110219, Lakewood Ranch, FL 34211

Treasurer/Director: Jenna B. McCoy

Address: 6201 Saddle Oak Trail, Sarasota, FL 34241

Secretary/Director: Jenifer J. Johnson

Address: 6877 Corral Circle, Sarasota, FL 34243

Director: William B. Fitzpatrick

Address: 14920 Secret Harbor Place, Lakewood Ranch, FL 34202

ARTICLE VII: MANNER OF ELECTION

The Corporation shall be governed by a Board of Directors which shall consist of such numbers of Directors as may be fixed from time to time by the Board of Directors of the Corporation in its By-Laws, but in no event shall the Board of Directors of the Corporation be less than three Directors. The initial Directors shall each serve for a term of two years or until appointment of their successors. Subsequent vacancies shall be filled by the Board, with recommendation of the Chairman. All Officers shall serve for a period of one year and shall be nominated and elected by the Board of Directors. Any Director or Directors on said Board of Directors of this Corporation may resign by delivering a written notice of such resignation to the Board of Directors.

ARTICLE VIII: REGISTERED AGENT

The name and address of the registered agent is:

Legal Aid for Art and Innovation, Inc.
c/o: Jamie Pitts
1064 N. Tamiami Trl., Ste. 1533, Sarasota, FL 34236

ARTICLE IX: INCORPORATOR

The name and address of the Incorporator is:

Stacey L. Schaeffer
1767 Lakewood Ranch Boulevard #222
Bradenton, FL 34211

ARTICLE X: RESTRICTIONS

- a) 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 III hereof.
- b) 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.
- c) 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.
- d) The Corporation will distribute its income for each tax year at a time and in a 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.
- e) The Corporation will 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.
- f) The Corporation will 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.

- g) The Corporation will not make any investments in a 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.
- h) The Corporation will 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 XI: DISSOLUTION

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 XIII: LIABILITIES FOR DEBTS

Neither the members nor the members of the Board of Directors or Officers of the Corporation shall be liable for the debts of the Corporation.

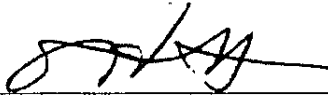
ARTICLE VIX: INDEMNIFICATION

The Corporation shall indemnify a Director or Officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the Director or Officer was a party because the Director or Officer is or was a Director or Officer of the

Corporation against reasonable attorney fees and expenses incurred by the Director or Officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a Director, Officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the Board of Directors, that indemnification of the Director, Officer, employee or agent, as the case may be, is permissible in the circumstances because the Director, Officer, employee or agent has met the standard of conduct set forth by the Board of Directors. The indemnification and advancement of attorney fees and expenses for Director, Officer, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a Director, Officer, employee or agent of the Corporation, as the case may be, as a Director, Officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a Director, Officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a Director, Officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a Director, Officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner, if any

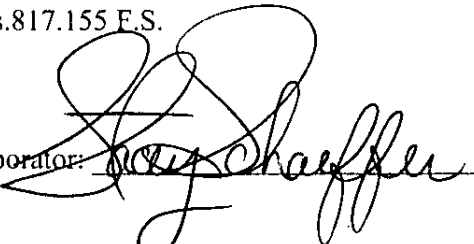
word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "Director", "Officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

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.

Signature of Registered Agent:  Date: January 7, 2014

Registered Agent Name: Jamie Pitts, Legal Aid for Art and Innovation, Inc.

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.

Signature of Incorporator:  Date: 1/9/14

Incorporator Name: Stacey L. Schaeffer

14 JAN 15 AM 7:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED