

N1500001201

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax and telephone number shown below on the top and bottom of all pages of the document.

((H15000029452 3)))



H150000294523ABC

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : CORP USA
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

RECEIVED
15 FEB -4 AM 11:20
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION LEADING A.C.T.S., INC.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

88635

RECEIVED
15 FEB -4 PM 4:11
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

MD 2/5

H15000029452

(7)

ARTICLES OF INCORPORATION
OF
LEADING A.C.T.S., INC.
A FLORIDA CORPORATION NOT FOR PROFIT

ARTICLE I

NAME

The name of the Corporation is Leading A.C.T.S., Inc.

ARTICLE II

ENABLING LAW

The Corporation is organized pursuant to the Corporations Not For Profit law of the State of Florida, set forth in Chapter 617 of the Florida Statutes.

ARTICLE III

PURPOSES

1. The specific and primary purpose for which the Corporation is formed is:
 - (a) to assist high school students from low income areas obtain internship positions with businesses and nonprofits in order to fulfill the students' community service requirements; and to provide these students with time management, resume writing and interview skills.
 - (b) to operate exclusively in any other manner for such purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue

15 FEB -4 AM 11:28
STATE
OF FLORIDA
SECRETARY OF STATE

Code, including private foundations and private operating foundations.

2. The Corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida; provided, however, that the Corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes as set forth in subparagraphs (a) and (b) of this Article.

ARTICLE IV

TERM

The Corporation shall have a perpetual existence.

ARTICLE V

INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Gary Smith, Jr., 840 NW 200 Terrace, Miami Gardens FL 33169.

ARTICLE VI

MEMBERSHIP AND MANAGEMENT OF THE CORPORATION

- (a) The Corporation shall have no members.
- (b) The authority for all affairs of the Corporation shall be in a Board of Directors consisting of at least three (3) directors who shall have and may exercise all the powers of the Corporation as permitted by federal law, state law, these Articles of Incorporation, and the Bylaws of the Corporation as from time to time in effect. The members of the Board of Directors shall be elected or appointed pursuant to the method set forth in the Bylaws of the Corporation. The first Board of Directors shall be five (5) in number, and their names and addresses being as

follows:

Gary Smith, Jr., 840 NW 200 Terrace, Miami Gardens FL 33169
Gary Smith, Sr., 840 NW 200 Terrace, Miami Gardens FL 33169
Felicia Smith, 840 NW 200 Terrace, Miami Gardens FL 33169
Yvette Mezadiou, 238 NW 59 Terrace, Miami, FL 33127
Chris Payne, 5990 NE 5th Avenue, Miami, FL 33137

(c) Elective Officers. The officers of the Corporation shall be a president, secretary, and treasurer. Other offices and officers may be established or appointed by members of the Corporation at any meeting of the Board of Directors. The qualifications, the time and manner of electing or appointing, the duties and the terms of office, and the manner of removing officers shall be as set forth in the bylaws.

The officers who are to serve until the first election of officers under these Articles of Incorporation are:

President:	Gary Smith, Jr.
Secretary:	Felicia Smith
Treasurer:	Gary Smith, Sr.

ARTICLE VII

PRINCIPAL OFFICE

The principal office of the Corporation is 18324 N.W. 7th Avenue, Miami Gardens FL 33169.

ARTICLE VIII

REGISTERED AGENT AND LOCATION OF REGISTERED OFFICE

The name and address of the Corporation's initial registered agent in the State of Florida is Gary Smith, Jr., 18324 N.W. 7th Avenue, Miami Gardens FL 33169.

ARTICLE IX

EARNINGS AND ACTIVITIES OF CORPORATION

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, 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 these Articles of Incorporation.

(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 against any candidate or party for public office.

(c) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code, (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or (iii) by a non profit corporation organized under the laws of the State of Florida.

(d) Notwithstanding any other provision of these Articles, the Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of the Corporation.

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify, to the fullest extent allowed by law, any person who was or is a party, or is threatened to be made a party, to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the name of the Corporation) by reason of the fact that he or she is or was a director, employee, officer or agent of the Corporation.

ARTICLE XI

BYLAWS

Bylaws will be hereinafter adopted at the first meeting of the Board of Directors. Such bylaws may be amended or repealed, in whole or in part, by the Board of Directors in the manner provided therein. Any amendments to the bylaws shall be binding on the Corporation.

ARTICLE XII

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be made by a resolution adopted by the Board of Directors.


ARTICLE XIII

DISSOLUTION

The Corporation shall be dissolved and its affairs wound up by a two-thirds vote of the Board of Directors. Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation in such

manner, or to such organization or organizations organized and operated exclusively for charitable or educational, purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in 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, which are organized and operated exclusively for such purposes.

The undersigned constituting the President of the Corporation has executed these Articles of Incorporation this 3rd day of February, 2015.




Gary Smith, Jr., President

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT OF 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.

DATE: February 3, 2015



Gary Smith, Jr., Registered Agent

Filed By:
Stewart A. Merkin, Esq.
174 N.E. 96th St.
Miami, Florida 33138
Tel. (305)357-5556
Fla. Bar No. 153444

15 FEB -4 AM 11:28
RECEIVED
FEB 4 2015

H15000029452