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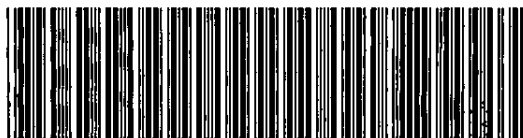
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16 JUN 17 AM 11:19  
JUN 17 2016  
JUL 17 2016

JUN 1 2016

S. GILBERT

## COVER LETTER

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

**SUBJECT:** J.E.W.E.L 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:** Jeff Gray and Temara Gray  
Name (Printed or typed)

1601 Providence Circle  
Address

Orlando FL  
City, State & Zip

407-864-6432  
Daytime Telephone number

grayatwork@msn.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**

**JEWEL20 Inc.**

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16 JUN 17 AM 11:19  
CLERK OF CIRCUIT COURT  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the Corporation is JEWEL20, INC.

**ARTICLE II**

The principal office of the Corporation in the State of Florida shall be located in the City of Orlando, FL and/or Orlando, FL, County of Orange. The Corporation may have such other offices, either within or without the State of Florida, as the Board of Directors may determine or as the affairs of the Corporation may require from time to time. The Corporation shall have and continuously maintain in the State of Florida registered office and registered agent whose office is identical with such registered office. The registered office may be, but need not be, identical with the principal office in the State of Florida.

**ARTICLE III**

- A. 501(c) (3) Organization. The purpose of the corporation is for Non Profit Charitable Organization. The corporation is organized solely for charitable, education, charitable, scientific, literary, religion purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code.
- B. General Purpose: The general purpose of the Corporation is to develop, implement, support, enhance, and encourage individually and in conjunction with other public and private entities, for the care, development, and education of children in the general public to prepare children and adults. J.E.W.E.L, (Joint Endeavors Working to Elevate Lives) to receive and obtain maximum benefit from the school systems and other educational programs and other subcontract resources rather public or private opportunities, whether now, existing or hereafter established.

#### ARTICLE IV

- A. **Members:** The Corporation shall be voted in initially and the corporation shall have only one class of member who shall serve as Directors of the Corporation.
1. The Corporation shall no more than five (5) and no fewer than three (3) members who shall also be the Directors of the Corporation.
  2. Each Director shall serve a term of two (2) years or until replaced as provided in the Bylaws of Corporation.
  3. The Board of Directors, at their initial meeting and thereafter at their annual meeting shall select one of the Directors to act as Chairman of the Board of Directors for the following year, or until replaced by the Board of Directors. In the event the Board of Directors is unable to agree upon Director to server as Chairman, the Chairman shall be elected at each annual meeting by a majority of Directors present.
- B. **Management:** The affairs of the Corporation shall be managed by its Chairman of the Board of Directors.
- C. **Annual Meetings:** An annual meeting of the Board of Directors shall be held in January of each year at a time and place to be designated b by the Chairman of the Corporation. The Board of Directors may provide by resolution the time and place, either within or without the State of Florida, for the holding of additional regular meetings of the Board without other notice than such resolution.
- D. **Special Meetings:** Special meetings of the Board of Directors may be called by or at the request of the Chairman or any two Directors. The person or persons authorized to call special meetings of the board may fix any place, either within or without the State of Florida, as the place for holding any special meeting of the Board called bc them.
- E. **Notice:** Notice of any annual or special meeting of the Board of Directors shall be given at least two (2) days previously thereto by written notice delivered personally or sent by mail or email to each Director at his address as shown by the records or the Corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed with postage, thereon prepaid. If notice be given email, such shall be deemed delivered when the email is delivered. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to transacted at, nor the purpose of any annual or special meeting of the Board need ne specified in the notice of such meetings unless specifically required by law of the Bylaws.
- F. **Quorum:** One-third of the Board of Directors, but in the event less than three (3) Directors shall constitute a quorum for the transaction of business at any meeting of the Board, but if less than one-third of the Directors are present at a said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice. A quorum for the purpose of election Directors at the annual meeting shall be a majority of the Directors whose terms are not-expiring.

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- G. **Manner of Acting:** The act of a majority of the Directors present at a meeting at which quorum is presents shall the act of the Board of Directors, unless the act of a greater number is required by law or by theses Bylaws.
  - H. **Vacancies:** Any vacancy occurring in the Board of Directors and any position to be filled by reason of an increase in the number of Directors, shall be filled by a majority vote of the remaining Directors present at a meeting called for such purpose a Director (Interim Director) elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office
  - I. **Compensation:** Directors as such shall receive any stated salaries for their services, but by resolution of the Board of Directors, a fixed sum will be allotted to the Chairman, but nothing herein contained shall be construed to preclude any Director from servicing the Corporation in any other capacity and receiving compensation therefore.
  - J. **Informed Action by Directors:** Any action required by law to be taken at a meeting of Directors, or any action which may be taken at a meeting of Directors may be taken without a meeting if a consent in writing, setting forth the action so taken shall be signed by a majority of the Directors.

## ARTICLE V

- A. **Officers:** The officers of the Corporation shall be a Chairman, one or more Co-Chairman (the number thereof to be determined by the Board of Directors, a Secretary, a Treasury (or a combined Secretary/Treasurer) and such other officers as may be elected in accordance with the provisions of this article. The Board of Directors may elect or appoint such other officers, including one or more Assistant Secretaries and one or more Assistant Treasurers as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the Board of Directors. Any two or three officers may be held by the same persons, except the offices of Chairman and Secretary.
- B. **Election and Term of Office:** the officers of the Corporation shall be elected annually but the Board of Directors at the annual meeting of the Board of Directors. If the election of officers shall not be held at such meeting such election shall be held as soon thereafter as conveniently may be. New offices may be created and filled at any meeting of the Board of Directors. Each officer shall hold office until his successor shall have been duly elected and shall have qualified.
- C. **Removal:** Any office elected or appointed by the Board of Directors may be removed by the Board of Directors whenever it's the judgement for the best interest of the Corporation but such removal without prejudice to the contractual rights, if any, of the officer so removed.
- D. **Vacancies:** A vacancy in any office because of death, resignation, removal, disqualification or otherwise may be filled by the Board of Directors for the unexpired portion of the term.
- E. **Chairman:** The Chairman shall be the principal executive officer of the corporation and shall in general supervise and control all of the business and affairs of the Corporation. He may sign, with the Secretary or any other proper officer of the Corporation authorized by the Board of Directors, any deed, mortgages, bonds, contracts or other instruments which the Board of Directors has authorized to be executed, except in the cases where the signing is expressly delegated by the Board of Directors or by these Bylaws or by statute to some officer or agent of the Corporation and in general he shall perform all duties incident to the office of Chairman and such other duties as may be prescribed by the Board of Directors from time to time.
- F. **Co-Chairman:** In the absence of the Chairman or in the event of his inability to act or refusal to act, the Co-Chairman (or in the event there be more than one Co-Chairman, the Co-Chairman in order of their election) shall perform the duties of the Chairman and when so acting, shall have all powers of and be subject to all the restrictions upon the Chairman. Any Co-Chairman shall perform such other duties as from time to time may be assigned to him by the Chairman or by the Board of Directors.
- G. **Treasurer:** If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine. He or she shall have charge and custody of and be responsible for all funds and securities of the Corporation from any source whatsoever, and deposit all such monies in the name of the Corporation in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of Article V of these Bylaws and in general perform all duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.
- H. **Secretary:** The Secretary shall keep the minutes of the members and of the Board of Directors in

one or more books provided for that purpose and see that all notices are duly given in accordance with the provision of these Bylaws or as required by law, be custodian of the corporate records and of the seal of the Corporation and see that the seal of the Corporation is affixed to all documents, the execution of which on behalf of the Corporation under its seal is duly authorized in accordance with the provisions of these Bylaws, keep a register of the post office address of each member which shall be furnished to the Secretary by such members, and in general perform all duties as from time to time may be assigned by the Chairman or by the Board of Directors.

- I. Assistant Treasurers and Assistant Secretaries: If required by the Board of Directors, the Assistant Treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the Board of Directors shall determine. The Assistant Treasurers and Assistant Secretaries, in general, shall perform such duties as shall be assigned to them by the Treasurer of the Secretary or the President or the Board of Directors.
- J. Executive Committee: The Board of Directors, by resolution may designate three or more Directors to constitute an Executive Committee, to the extent provided by such resolution, shall have and exercise all of the authority of the Board of Directors in the management of the Corporation, except as otherwise required by law. Vacancies in the membership of the Committee shall be filled by the Board of Directors at a regular or special meeting of the Board of Directors. The Executive Committee shall keep regular minutes of its proceedings and report the same to the Board when required.

## **ARTICLE VI**

- A. **Contracts:** The Board of Directors may authorize any officer or agent of the Corporation, in addition to the officer so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of or on behalf of the Corporation, and such authority may be granted or confined to specific instances.
- B. **Checks, Drafts, Etc.:** All checks, drafts or orders for the payment of money, notes or other evidences or indebtedness issued in the name of the Corporation, shall be signed by such officer or agent of the Corporation and in such manner as shall from time to time be determined by resolution of the Chairman. In the absence of such determination by the Board of Directors, such instruments can also be signed by the Treasurer or an Assistant Treasurer and by the Chairman or a Co-Chairman of the Corporation.
- C. **Deposits:** All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Corporations offers select.
- D. **Gifts:** The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or devise for the purpose or for the special purpose of the Corporation.

## **ARTICLES VII**

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of it members, Board of Director's and committees having any of the authority of the Board of Directors. All books and records of the Corporation may be inspected by the Treasurer and or officer, agent proper purpose at any reasonable time.

## **ARTICLES VIII**

The fiscal year of the Corporation shall begin on the first day of January and end on the last day of December.

## **ARTICLE IX**

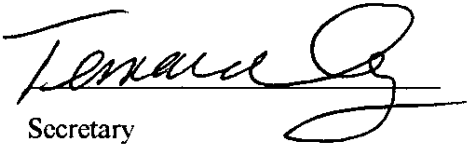
Whenever a notice is required to be given under the provisions of Florida and Kansas Statutes or under the provisions of the Articles of Incorporation or the Bylaws of the Corporation, a waiver thereof in writing g signed by the person or persons entitled to such notice, whether before or after the tomes stated therein, shall be deemed equivalent to the giving of such notice.

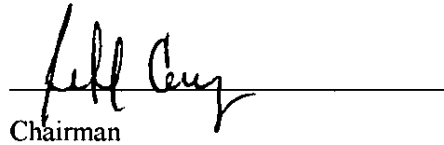


#### ARTICLES X

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by a majority of the Board of Directors present at any annual meeting regular meeting or at any special meeting, if at least two days' written notice is given of intension to alter, amend or repeal or to adopt new Bylaws at such meeting.

Adopted this 15<sup>th</sup> day of April in the year of 2016.

  
Secretary

  
Chairman

Principal place of Business  
1601 Providence Circle  
Orlando, *Florida*

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

**ARTICLE VI. REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Temara Gray

Address: 1601 Providence Circle  
Orlando FL

**ARTICLE VII. INCORPORATOR**

The name and address of the incorporator is:

Name: Temara Gray

Address: 1601 Providence Circle  
Orlando, FL 32818

**ARTICLE VIII. EFFECTIVE DATE:**

Effective date, if other than the date of filing: 4-29-16 (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior or 90 business days after the filing.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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

Temara Gray

Required Signature of Registered Agent

4-29-16

Date

5-23-16

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]

Required Signature of Incorporator

5-23-16

Date