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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

V HERRING
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November 9, 2016

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VIA UPS OVERNIGHT DELIVERY

Florida Department of State
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301


Re: Roundtable of Entrepreneurship Education of Florida, Inc.

Dear Sir or Madam:

Enclosed please find original Articles of Incorporation for Roundtable of Entrepreneurship Educators of Florida, Inc., a Florida corporation to be filed with the Division of Corporations. Also enclosed is our firm's check in the amount of \$78.75 to cover the filing fee and to receive a certified copy of the Articles. Please forward the original certified copy of the Articles to me in the enclosed UPS envelope.

If you have any questions or require additional information, please do not hesitate to contact me.

Sincerely,


Suzanne J. Walker, FRP
Florida Registered Paralegal

/sjw
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 16, 2016

SUZANNE J. WALKER
100 SOUTH ASHLEY DRIVE, SUITE 1900
TAMPA, FL 33602

SUBJECT: ROUNDTABLE OF ENTREPRENEURSHIP EDUCATORS OF
FLORIDA, INC.
Ref. Number: W16000077377

We have received your document for ROUNDTABLE OF ENTREPRENEURSHIP EDUCATORS OF FLORIDA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The registered agent and street address must be consistent wherever it appears in your document.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 316A00024519

ARTICLES OF INCORPORATION

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OF

2016 NOV 21 AM 9:23

ROUNDTABLE OF ENTREPRENEURSHIP EDUCATORS OF FLORIDA, INC.

SECRETARY OF STATE
FLORIDA

The undersigned, acting as incorporator under the Florida Not For Profit Corporation Act (Chapter 617 of the Florida Statutes) hereby makes, subscribes, acknowledges, and files with the Secretary of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit on the following terms and conditions.

ARTICLE I

NAME

The name of the Corporation shall be ROUNDTABLE OF ENTREPRENEURSHIP EDUCATORS OF FLORIDA, INC.

ARTICLE II

COMMENCEMENT OF EXISTENCE

Corporate existence shall commence upon the filing of these Articles by the Secretary of the State of Florida. The corporation shall have perpetual duration.

ARTICLE III

PURPOSES AND POWERS

Section 1. This Corporation is organized and shall be organized and operated exclusively for religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any statute of similar import (hereinafter "the Code"); to create, contribute

to, support and maintain charitable, religious, literary, educational and scientific institutions, organizations, and funds of any kind; and to invest in, receive, hold, use and dispose of all property, real or personal, as may be necessary or desirable to carry into effect the aforementioned purposes. As means for the accomplishment of the foregoing, it shall be within the purposes of this corporation to establish and maintain religious, educational, scientific and charitable activities and to take any other action that, from time to time, shall further the said purposes.

Section 2. It shall be within the purposes of this corporation to receive and maintain a fund or funds of real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for the active conduct of its religious, charitable, scientific, testing for public safety, literary, fostering national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment), prevention of cruelty to children or animals, or educational purposes either directly or by contributors to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code and its Regulations as they now exist or as they may hereafter be amended.

Section 3. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, any trustee, officer, director or member of this corporation, or to any private individual (except that reasonable compensation may be paid for services rendered to or for this corporation affecting one or more of its purposes), and no trustee, officer, director or member of this corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of this corporation. No part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publication or distribution of

statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

Section 4. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

Section 5. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

Section 6. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

Section 7. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

Section 8. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

Section 9. Notwithstanding any other provision of these Articles of Incorporation, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Code, or the regulations issued thereunder as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code and regulations issued

thereunder as they now exist or as they may hereafter be amended.

ARTICLE IV

INITIAL CORPORATE ADDRESS AND INITIAL REGISTERED OFFICE AND AGENT

The address of the principal office of the Corporation is 401 West Kennedy Boulevard, Box 2-F, Tampa, Florida 33606. The street address of the initial registered office of this Corporation is 401 West Kennedy Boulevard, Daly Innovation and Collaboration Building, Eighth Floor, Tampa, Florida 33606, and the name of the initial Registered Agent of this Corporation at that address is Dr. Kevin C. Moore.

ARTICLE V

INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) Directors initially. The method of election of Directors is as stated in the Bylaws. The number of directors may be either increased or decreased from time to time by action in accordance with the provisions of the Bylaws, however there shall never be less than three (3). The names and addresses of the initial Directors of this Corporation are:

Dr. Kevin C. Moore
University of Tampa
401 W. Kennedy Boulevard, Box 2-F
Tampa, Florida 33606-1490

Wendy J. Plant
Florida State University
117 Rovetta Business Building
821 Academic Way
Tallahassee, Florida 32306-1110

William Jackson
Stetson University
School of Business Administration
421 N. Woodland Boulevard, Unit 8398
DeLand, Florida 32723

ARTICLE VI
INCORPORATOR

The name and address of the Incorporator of this Corporation is Derek E. Larsen-Chaney,
100 South Ashley Drive, Suite 1900, Tampa, Florida 33602.

ARTICLE VII
AMENDMENT

Unless otherwise set forth herein, this Corporation reserves the right, in accordance with the Florida Not For Profit Corporation Act, to amend, alter, modify, or repeal any provision or provisions contained in these Articles of Incorporation or any amendment hereto.

ARTICLE VIII
DISSOLUTION

This Corporation may be dissolved upon the adoption of a plan to dissolve in the manner now or hereafter provided in the Florida Statutes. In the event of dissolution of the Corporation, no liquidating or other dividends and no distribution of property owned by the Corporation shall be declared or paid to any private individual, but the net assets of the Corporation shall be distributed as follows:

- (1) All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefor;
- (2) Remaining assets shall be distributed to one or more organizations qualifying under the provisions of Section 501(c)(3) of the Code and its Regulations as they now exist or they may hereafter be amended, as determined in the plan to dissolve adopted in the manner set forth above in this Article VIII.

IN WITNESS WHEREOF, the above-named Incorporator has hereunto subscribed his
name this 9th day of November, 2016.


DEREK E. LARSEN-CHANEY,
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

ROUNDTABLE OF ENTREPRENEURSHIP EDUCATORS OF FLORIDA, INC.,
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF TAMPA, STATE OF
FLORIDA, HAS NAMED DR. KEVIN C. MOORE, LOCATED AT 401 WEST KENNEDY
BOULEVARD, 401 WEST KENNEDY BOULEVARD, DALY INNOVATION AND
COLLABORATION BUILDING, EIGHTH FLOOR, TAMPA, FLORIDA 33606, AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: _____

DEREK E. LARSEN-CHANEY

TITLE: Incorporator

DATE: November 9, 2016.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY. FURTHER, I CERTIFY THAT I AM
FAMILIAR WITH AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL
STATUTES, INCLUDING THE DUTIES AND OBLIGATIONS PROVIDED FOR IN
SECTION 607.0505, RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF
MY DUTIES.

SIGNATURE OF

REGISTERED AGENT: _____

DATE: November 3rd, 2016.

FILED
2016 NOV 21 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA