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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05/31/17

COVER LETTER

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

SUBJECT: IMPACT 100 SRQ, 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: Matilde Valls McFadden

Name (Printed or typed)

6781 Areca Blvd.

Address

Sarasota, FL 34241

City, State & Zip

(941) 350-5454

Daytime Telephone number

tvmcfadden@verizon.net

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
IMPACT 100 SRQ, INC.
A CORPORATION NOT FOR PROFIT**

The undersigned individual, desiring to form a corporation not for profit under the provisions of Chapter 617, Florida Statutes, hereby subscribes to the following Articles of Incorporation.

ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of the corporation is IMPACT 100 SRQ, Inc. The street address is 4874 Commonwealth Drive, Sarasota, FL 34242. The mailing address is P.O. Box 49887, Sarasota, FL 34230.

ARTICLE II - PURPOSE

The purpose for which the corporation is organized shall be to receive and maintain a fund or funds of real, personal or intangible property, or any combination thereof, and, subject 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 charitable, religious, scientific, literary, or educational purposes by making contributions to organizations that qualify as exempt organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 and its regulations as they now exist or may hereafter be amended.

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ARTICLE III - POWERS AND LIMITATIONS

(a) No part of the net earnings of the corporation shall inure to the benefit of any member, director, or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation in effecting one or more of its purposes), and no member, director or officer of the corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. 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 or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(b) 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 of 1986, or corresponding provisions of any subsequent federal tax laws.

(c) The corporation shall not engage in any act of self-dealing, as defined in Section 4941(d) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

(d) The corporation shall not retain any excess business holdings, as defined in Section 4943(c) of the Internal Revenue Code of 1986 or correspond provisions of any subsequent federal tax laws.

(e) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

(f) The corporation shall not make any taxable expenditures, as defined in Section 4945(d) of the Internal Revenue Code of 1986 or correspond provisions of any subsequent federal tax laws.

(g) Notwithstanding any other provision of these Articles of Incorporation, the 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 Internal Revenue Code of 1986 and its regulations as they now exist or may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and its regulations as they now exist or may hereafter be amended.

ARTICLE IV - MEMBERSHIP

The membership of the corporation shall be open exclusively to all women age eighteen (18) or older after payment of any regular membership dues fixed by the Board of Directors.

**ARTICLE V - TERM OF EXISTENCE AND COMMENCEMENT OF CORPORATE
EXISTENCE**

This corporation shall have perpetual existence. The date for commencement of this corporation's existence shall be the date these Articles of Incorporation are filed with the Florida Secretary of State.

ARTICLE VI - INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is as follows:

Matilde Valls McFadden
6781 Areca Blvd.
Sarasota, FL 34241

ARTICLE VII - BOARD OF DIRECTORS

The affairs of this corporation not for profit shall be managed by a Board of Directors. The directors shall be elected to two-year terms in the manner of election as stated in the By-Laws of the corporation. The directors shall have full power to elect directors to fill vacancies in office, or to fill the office of any director who may resign, die, become disabled, or refuse to act. The majority vote of the directors present at a meeting at which there is a quorum shall be sufficient for the taking of any action within the power of the corporation, except as otherwise provided in these Articles of Incorporation, the corporate By-Laws or by law.

This corporation shall have 3 directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than three (3) nor more than twenty-five (25). The names and addresses of the initial directors of this corporation are:

Jane F. Watt
P.O. Box 49887
Sarasota, FL 34230

Jodie Zerega
P.O. Box 49887
Sarasota, FL 34230

Matilde Valls McFadden
P.O. Box 49887
Sarasota, FL 34230

ARTICLE VIII - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them and all rights and privileges conferred upon the directors and officers of the corporation are subject to this reservation.

ARTICLE IX - BY-LAWS

The By-Laws of the corporation are to be made, altered or rescinded by the Board of Directors in the manner set forth in the By-Laws of the corporation.

ARTICLE X - DISTRIBUTION UPON DISSOLUTION

Upon dissolution of the corporation, or the winding up of its affairs, the assets of the corporation shall be distributed to charitable, religious, scientific, literary or educational organizations that would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or may hereafter be amended.

No member, director or officer of the corporation, nor any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

ARTICLE XI - REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation shall be 4874 Commonwealth Drive, Sarasota, FL 34242, and the name of the registered agent of this corporation at that address shall be Jane F. Watt.

IN WITNESS WHEREOF, I, the undersigned Incorporator of IMPACT 100 SRQ, Inc., have hereunto set my hand and seal on the date hereinafter set forth for the purpose of forming this corporation not for profit under the laws of the State of Florida.

Matilde Valls McFadden

Matilde Valls McFadden

DATE: 5/23/17

REGISTERED AGENT ACCEPTANCE

I hereby accept the foregoing designation as registered agent of IMPACT 100 SRQ, Inc.

I am familiar with and accept the duties and obligations of such designation.

Jane F. Watt

Jane F. Watt

DATE: 5-23-17

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TALLAHASSEE, FLORIDA