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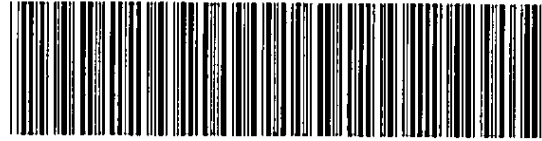
(Business Entity Name)

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2018 JUL 25 AM 3:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. PAGE

JUL 26 2018

COVER LETTER

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

SUBJECT: Kids Love to Run, 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: Valerie Leatherwood

Name (Printed or typed)

8572 Woodbriar Drive

Address

Sarasota, FL 34238

City, State & Zip

941-914-6262

Daytime Telephone number

vleatherwood@gmail.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
KIDS LOVE TO RUN, INC.

FILED
2018 JUL 25 AM 3:02
CLERK OF DISTRICT COURT
SARASOTA, FL 34238

The undersigned incorporator who is a citizen of the United States desiring to form a Non-Profit Corporation under the Not For Profit Corporation Law of the State of Florida, FL Stat. § 617.01011, et seq. does hereby certify:

ARTICLE I

The name of this Corporation shall be: Kids Love to Run, Inc. and its initial mailing address shall be: 8572 Woodbriar Drive, Sarasota, FL 34238. The initial address of the Corporation's principal office shall be: 8572 Woodbriar Drive, Sarasota, FL 34238.

ARTICLE II

The Corporation is a nonprofit corporation and shall have all of the powers, duties, authorizations and responsibilities as provided in the Florida Not For Profit Corporation Act. Notwithstanding the foregoing, the corporation shall not carry on any 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 of 1986, as amended, 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, as amended, or the corresponding section of any future federal tax code.

ARTICLE III

The period of the Corporation's duration is perpetual.

ARTICLE IV

The Corporation is organized and shall be operated exclusively for charitable, religious, educational, athletic, and 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 of 1986, as amended, or the corresponding section of any future federal tax code. Within the scope of the foregoing purposes, but not by way of limitation thereof, the Corporation is operated primarily for the purpose of encouraging a healthy lifestyle by providing opportunities to participate in the sport of running and educating children and their parents regarding the benefits of healthy nutrition, adhering to core values, the benefits of participating in the sport of running and to take all actions that are necessary or proper in connection with that

purpose including, but not limited to, organizing and running clinics and camps as well as any lawful activities for which corporations may be organized under the Florida Not For Profit Corporation Act that are incidental to the foregoing purposes of the Corporation, and which are not inconsistent with its state as an organization described in Section 501(c)(3) of the Code .

ARTICLE V

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its 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 IV hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislations, 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.

ARTICLE VI

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 VII

The Corporation shall have no members, and the management of the Corporation shall be vested in its Board of Directors. The number of Directors may be changed from time to time in the manner set forth in the Bylaws of the Corporation, but in no event shall there be less than (3) Directors. The number of directors who constitute the initial Board of Directors of the Corporation is five (5) and their names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Jeffrey Taylor	8572 Woodbriar Drive Sarasota, FL 34238
Valerie Leatherwod	8572 Woodbriar Drive Sarasota, FL 34238

Laura Mattia

3264 Walter Travis Drive
Sarasota, FL 34240

Mark Mattia

3264 Walter Travis Drive
Sarasota, FL 34240

Jonathan Monheim

943 Bexley Drive
Perrysburg, OH 43551-2962

ARTICLE VIII

A Director of the Corporation shall not be personally liable to the Corporation for monetary damages for any act or omission in such Director's capacity as a Director, except that this Article does not authorize the elimination or limitation of the liability of a Director to the extent the Director is found liable for: (i) a breach of the Director's duty of loyalty to the Corporation; (ii) an act or omission not in good faith that constitutes a breach of duty of the Director to the Corporation or an act or omission that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which the Director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the Director's office; or (iv) an act or omission for which the liability of a Director is expressly provided by an applicable statute. The foregoing elimination of liability to the Corporation shall not be deemed exclusive of any other rights, limitations of liability or indemnity to which a Director may be entitled under any other provision of the Article of Incorporation or Bylaws of the Corporation, contract or agreement, vote of Directors, principle of law or otherwise. Any repeal or amendment of this Article shall be prospective only, and shall not adversely affect any limitation on the personal liability of a Director of the Corporation existing at the time of such repeal or amendment.

ARTICLE IX

The name and address of the registered agent and office is:

Valerie Leatherwood
8572 Woodbriar Drive
Sarasota, FL 34238

Having been named as registered agent and to accept service of process for the above stated Florida corporation at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete

performance of such duties, and is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 617, Florida Statutes.

Valerie Leatherwood
Valerie Leatherwood

The address of the registered office of the Corporation is 8572 Woodbriar Drive, Sarasota, FL 34238 and the name of the registered agent at such address is Valerie Leatherwood.

ARTICLE X

The name and address of the incorporator is Valerie Leatherwood, 8572 Woodbriar Drive, Sarasota, FL 34238.

In witness whereof, I have hereunto subscribed my name this 21st day of July, 2018.

Valerie Leatherwood
Valerie Leatherwood

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA