

N18000008742

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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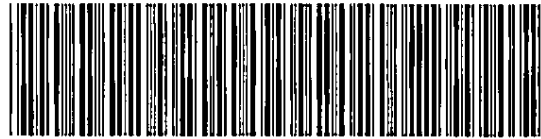
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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18 AUG -8 PM 12:44  
TALLAHASSEE, FLORIDA

N. SAMS

AUG 14 2018



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 27, 2018

LAWRENCE D SEKAJPO  
7402 N 56TH ST., STE #825  
TAMPA, FL 33617-7710 US

SUBJECT: WILLIAM CUMMINGS FOUNDATION, INC  
Ref. Number: W18000068577

We have received your document for WILLIAM CUMMINGS FOUNDATION, 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):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return 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.

Nadira D McClees-Sams  
Regulatory Specialist II

Letter Number: 418A00015484

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10:24

REGISTRATION  
SPECIAL  
SERVICES

2018

2/18

## COVER LETTER

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

SUBJECT:

William Cummings Foundation, Inc  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of  
Status

**ADDITIONAL COPY REQUIRED**

FROM:

LAURENCE D SEKATIPO  
Name (Printed or typed)

7402 N 56th St, Ste #825  
Address

Tampa FL 33617-7710  
City, State & Zip

(813) 989-3100  
Daytime Telephone number

Sekajipo3@gmail.com  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATION  
**NOT FOR PROFIT ARTICLES OF INCORPORATION**

Pursuant to Chapter 617.0202, F.S., the articles of incorporation must set forth the following: the undersigned majority of whom are citizens of the United States; do hereby submit these Articles of Incorporation for the purpose of forming a Not for Profit Corporation.

**ARTICLE I: NAME**

The name of the Corporation shall be William Cummings Foundation Inc. The Corporation may, by a 2/3 vote of the Board of Directors and Executive Committee change its name.

**ARTICLE II: PRINCIPAL PLACE OF BUSINESS**

The principal place of business and mailing address of the William Cummings Foundation Inc. is: 7402 N. 56th Street, Suite 825 Tampa, FL 33617-7710

**ARTICLE III: PURPOSE**

The Corporation is organized exclusively for charitable, religious, education, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

In addition, the William Cummings Foundation Inc. shall focus on certain critical areas including but not limited to the following:

1. Promote education and early learning foundation;
2. Promote leader development, and citizenship skills (Fairness, Honesty, Kindness, Positive Attitude, Respect, Responsibility, Teamwork and Trustworthiness), and engage in adult and computer literacy programs;
3. Support, facilitate, and undertake programs to improve the quality of life of children and families, and the empowerment of women and the underserved;
4. Encourage networking with other organizations, institutions, foundations, and individuals, etc. with similar goal and aspiration;
5. Establish, provide, promote, supervise, own, and conduct a school for education of persons without regard to race, gender, or denomination. The Corporation will set and maintain standards for a school conforming to the minimum prescribed by the Florida State Board of Education, and to establish hours and terms of attendance;

6. Receive and administer funds for the benefit of the Corporation, or its successors, and to that end, accept, receive, take and hold by bequest, devise, gift, grant, purchase, exchange, lease, transfer, judicial order or degree, or otherwise, for any of its objects or purposes any real or personal property, or both, of whatever kind, nature, or description and wherever situated, and subject to the restriction and limitation hereafter set forth, to use and apply the whole or part of the income there from and the principal thereof exclusively for educational purposes, either directly, or by contributions to organizations that qualify as exempt organization under Section 501(c)(3) of the Code.
7. Own, use, buy, sell, exchange, convey, mortgage, lease, transfer, invest, hold in trust, or otherwise dispose of, any such property, real or personal, or both, subject to the restriction and limitations hereafter set forth, and as otherwise prescribe by law:
8. Borrow money, and from time to time, make, accept, endorse, execute, and issue bonds, debentures, promissory notes, bills of exchange, and other obligations of the Corporation for moneys borrowed or in payment for property acquired or for any of the other purposes of the Corporation, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights or privileges of the Corporation wherever situation, whether now owned or hereafter to be acquired;

#### **ARTICLE IV: POWERS**

The Corporation shall have all powers now and hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be use exclusively for the purpose hereinabove set out, including payment of expenses incidental thereto.

#### **ARTICLE V: MEMBERS**

The Corporation shall have no members.

#### **ARTICLE VI: DIRECTORS**

The William Cummings Foundation Inc. shall have Board of Directors consisting of at least three (3) but no more than nine (9) members. The Board shall serve as an oversight body which ensures that the Corporation operates smoothly; and that all executive committee members adhere to the constitution and by-laws of the Corporation. Such Board shall only act in the name of the Corporation when it is regularly convened by its Chairman after due notice to all of the Directors of such meeting. The initial members of the Board shall be recruited and appointed by the CEO of the Corporation. Subsequent members of the Board shall be elected by a 2/3 majority vote of the Directors and shall serve for a term of not more than three years. The Chairman of the Board shall present a slate of candidates to the Board at a regular or special meeting of the Board for consideration. All nominees must have expressed a willingness to serve. All are chosen for their sensitivity to and knowledge of the Corporation's vision, goals, and objectives.

## **ARTICLE VII: REGISTERED AGENT AND OFFICE**

The initial registered agent of the Corporation is Mr. Lawrence D. Sekajipo, a resident of Florida. The street address of the initial registered agent office: 7402 N. 56th Street, Suite 825 Tampa, FL 33617-7710

## ARTICLE VIII: EXISTENCE

The Corporation shall have perpetual existence.

## **ARTICLE IX: INDEMNIFICATION**

The Corporation does indemnify any directors, officers, employees, incorporators, and board members of the Corporation from any liability regarding the Corporation and the affairs of the Corporation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the Corporation, or as otherwise provided under applicable statute.

## ARTICLE X: LIMITATION OF METHODS/PROHIBITED ACTIVITIES

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its board members, 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 III.

The Corporation shall be nonpartisan, and shall not participate in any local county, state, or federal election for any specific candidate benefit. 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 in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, this 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 this Corporation. The Corporation shall observe all local and state laws that apply to nonstock /nonprofit corporation.

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## **ARTICLE XI: DISTRIBUTIONS UPON DISSOLUTION**

### **Section 1: Dissolutions**

In the event of dissolution of the Corporation, the Corporation's assets, after payment and settlement of all debts, shall be disposed of in a manner consistent with its certification of incorporation. Remaining assets shall be distributed for one or more exempt purposes within the meaning of Section (501) (c) (3) of the Internal Revenue Code, or 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.

### **Section 2: Distributions**

No part of the net earnings of the Corporation shall inure to the benefit of, or to be distributed to its members, boards, trustees, officers, or 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 the purpose clause hereof. 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 (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon 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 corresponding section of any future federal tax code, or shall be distributed to federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE XII: BYLAWS**

The power to adopt, alter, amend, and repeal bylaws shall be vested in the board of directors of the Corporations.

**ARTICLE XIII: AMENDMENT**

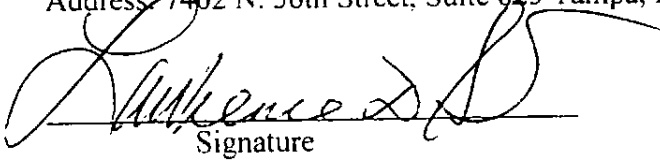
These Articles of Incorporations may be amended in the manner provided by law.

**ARTICLE XIV: INCORPORATOR(S)**

The name and address of the Incorporator is:

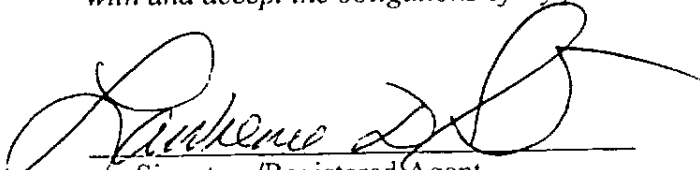
Mr. Lawrence D. Sekajipo.

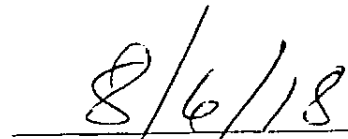
Address: 7402 N. 56th Street, Suite 825 Tampa, FL 33617-7710

  
Signature

  
Printed Name

*Having been named as registered agent and to accept the service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as 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.*

  
Signature/Registered Agent

  
Date

