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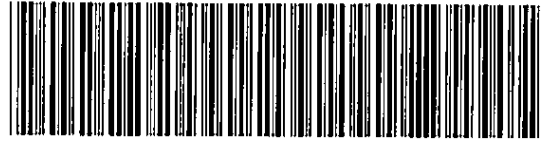
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COVER LETTER

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

SUBJECT: Ciclovía of SWFL, 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: Suzanne Fundingsland
Name (Printed or typed)

c/o UF Collier Extension, 14700 Immokalee Road
Address

Naples, Florida 34120
City, State & Zip

239-252-4800
Daytime Telephone number

suef@ufl.edu
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

CICLOVIA OF SWFL, INC.,

(A Florida Not For Profit Corporation)

Pursuant to the applicable provisions of Chapter 617, of the Florida Statutes, the undersigned Florida Not for Profit Corporation, **Ciclovía of SWFL, Inc.** (hereinafter the "Corporation"), hereby certifies and files the following Articles of Incorporation:

ARTICLE I
CORPORATION NAME

The name of the Corporation shall be Ciclovía of SWFL, Inc.

ARTICLE II
PRINCIPAL OFFICE ADDRESS

The Corporation's principal office address shall be:

c/o Suzanne Fundingsland
UF Collier Extension
14700 Immokalee Road
Naples, FL 34120

ARTICLE III
MAILING ADDRESS

The Corporation's mailing address shall be:

c/o Suzanne Fundingsland
UF Collier Extension
14700 Immokalee Road
Naples, FL 34120

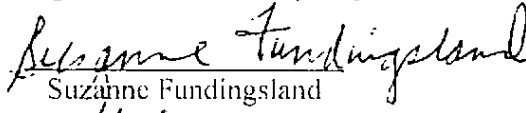
ARTICLE IV
REGISTERED AGENT

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

c/o Suzanne Fundingsland
UF Collier Extension
14700 Immokalee Road
Naples, FL 34120

SECRETARY OF STATE
DIVISION OF CORPORATIONS
19 AUG 16 AM 10:23
TALLAHASSEE, FLORIDA

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


Suzanne Fundingsland
July 9, 2019

ARTICLE V
DURATION AND MEMBERSHIP

The Corporation shall have perpetual existence. The qualification for members, if any, and the manner of their admission shall be stated in the Corporation's Bylaws.

ARTICLE VI
DIRECTORS

The method of election of Directors and the number of Directors shall be stated in the Corporation's Bylaws.

ARTICLE VII
INCORPORATOR

The name and address of the incorporator is:

c/o Suzanne Fundingsland
UF Collier Extension
14700 Immokalee Road
Naples, FL 34120

SECRETARY OF STATE
DIVISION OF CORPORATE REGISTRATION
19 AUG 16 AM 10:23
TALLAHASSEE, FLORIDA

ARTICLE VIII
CORPORATE PURPOSES

The purposes for which this Corporation is formed are exclusively charitable and educational and consist of the following:

1. This Corporation is formed exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
2. To provide low income children and adults with fun and free active events in locations easily assessable for most families. Education takes place in this informal setting to encourage healthy choices in food and fitness; and, in general, to exercise

any and all powers which a not for profit corporation organized under the laws of Florida for the foregoing purposes can be authorized to exercise.

3. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, religious, scientific or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
4. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.
5. All of the foregoing purposes shall be exercised exclusively in a charitable and educational manner, such that the Corporation qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IX 501(c)(3) LIMITATIONS

1. CORPORATE PURPOSES. Notwithstanding any other provision of these Articles of Incorporation, this Corporation shall not carry on any other 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, 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, or the corresponding section of any future federal tax code.
2. EXCLUSIVITY. The Corporation is organized exclusively for charitable and educational purposes.
3. NO PRIVATE INUREMENT. The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The property, assets, profits, and net income of the Corporation are irrevocably dedicated to charitable and educational purposes, no part of which shall inure to the benefit of any private person or individual. The Corporation shall not distribute any gains, profits, or dividends to the Directors, Officers, members or trustees thereof, or to any other private persons or individuals, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered in carrying out,

and to make payments and distributions in furtherance of, the purposes set forth in these Articles of Incorporation.

4. LOBBYING AND POLITICAL CAMPAIGNS. 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.
5. DISSOLUTION. Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt 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. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

ARTICLE X DEBT OBLIGATIONS AND PERSONAL LIABILITY

No Officer or Director of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the Officers or Directors be subject to the payment of the debts or obligations of this Corporation.

ARTICLE XI INDEMNIFICATION

Indemnification of the Corporation's Officers and Directors shall be set forth in the Corporation's bylaws.

ARTICLE XII AMENDMENT

The method for amending these Articles of Incorporation shall be set forth in the Corporation's Bylaws.

ARTICLE XIII EFFECTIVE DATE

RECEIVED
19 AUG 16 AM 10:23
FALL AID SOCIETY
FLORIDA

The Effective Date of these Articles of Incorporation shall be the date of filing with the Department of State.

These Articles of Incorporation are hereby executed by the incorporator on this 9th day of July, 2019.

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.


Suzanne Fundingsland, Incorporator

STATE OF FLORIDA
DIVISION OF CORPORATION
19 AUG 16 AM 10:23
TALLAHASSEE, FLORIDA