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(Business Entity Name)

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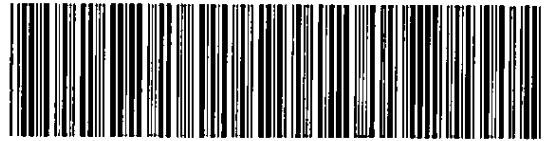
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2020 FEB 17 PM 5:11
SECRETARY OF STATE
TALLAHASSEE, FL



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 9, 2019

FOSTER LOVETT
1047 TAMPA PARK PLAZA STREET
TAMPA, FL 33605

SUBJECT: KAY ANDREWS EDUCATIONAL FOUNDATION
Ref. Number: W19000086520

RECEIVED
2020 FEB 17 AM 8:21
DIVISION OF CORPORATIONS
REGISTRAR

We have received your document for KAY ANDREWS EDUCATIONAL FOUNDATION and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

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 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.

Keyna E Page
Regulatory Specialist II

Letter Number: 119A00020701



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 25, 2019

FOSTER LOVETT
1047 TAMPA PARK PLAZA STREET
TAMPA, FL 33605

SUBJECT: KAY ANDREWS EDUCATIONAL FOUNDATION
Ref. Number: W19000086520

We have received your document for KAY ANDREWS EDUCATIONAL FOUNDATION 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 name must contain a word that will clearly indicate that it is a corporation. This word may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Florida law requires the principal office address to be a street address.

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.

Keyna E Page
Regulatory Specialist II

Letter Number: 619A00019810

2019 SEP 25 PM 11:11

COVER LETTER

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

SUBJECT: KAY ANDREWS EDUCATIONAL FOUNDATION, 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: FOSTER LOVETT

Name (Printed or typed)

1407 TAMPA PARK PLAZA STREET

Address

TAMPA FLORIDA 33605

City, State & Zip

813-234-3360

Daytime Telephone number

LOVETTCPA@AOL.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
KAY ANDREWS EDUCATIONAL FOUNDATION, INC
(A FLORIDA CORPORATION NOT FOR PROFIT)**

The undersigned subscriber to these Articles of Incorporation is a person competent to contract and hereby forms a non profit corporation under the laws of the State of Florida.

ARTICLE I – CORPORATE NAME

The name of the corporation is Kay Andrews Educational Foundation, Inc.

ARTICLE II – DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III – PURPOSE

The purpose of Kay Andrews Educational Foundation, Inc is to provide educational assistants to youth for higher educational to student in the Tampa Bay Area.

This corporation is organized exclusively for charitable, religious, educational, 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, or the corresponding section of any future federal tax code.

Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

No part of the net earnings of the organization shall be included in the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

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SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLE IV – CAPITAL STOCK

N/A

ARTICLE V –PRINCIPAL OFFICE

Principal Office: **3512 RIVER GROVE DRIVE
TAMPA, FLORIDA 33603**

The principal office of the corporation shall be in the city of Tampa, County of Hillsborough, State of Florida

Mailing Address: The mailing address of the corporation is
 **3512 River Grove Drive
Tampa, Florida 33603**

ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this corporation is:

Foster Lovett
Lovett & Company CPA, PA
1407 Tampa Park Plaza Street
Tampa, Florida 33605

ARTICLE VII – INCORPORATOR

The name and address of the incorporator of this corporation is:

Kay Andrews-Wells
3512 River Grove Drive
Tampa Florida 33610

ARTICLE VIII – OFFICERS

The names and addresses of the persons who are the initial officers of the Corporation are as follows:

Names	Address	City, State Zip	Title
Kay Andrew Wells President	3512 River Grove Drive	Tampa Fl 33610	
Foster Lovett Treasurer	1407 Tampa Park Plaza.	Tampa, FL 33605	
Allison Clebert Secretary	13452 Graham Yarden Dr	Riverview, FL 33579	
Alex Wells Vice-President	3512 River Grove Drive	Tampa Fl 33610	

Officers

1. Number, Tenure Qualifications. The official Staff of the Corporation shall consist of a President, Vice-President, Secretary, & Treasurer, and such other officers and assistant officers as directed by the President.
2. General power. The business and affairs of the Corporation shall be managed by its Board (referred to in the Articles of incorporation as Official Staff), which shall exercise all of the powers of the Corporation and so all such lawful acts and things as required or permitted to be done by such a Board by law, the Articles of incorporation or these By-Laws.
3. Tenure, Qualifications, and appointments. The Official Staff shall meet the qualifications set forth in the applicable Florida Statutes and who are willing to assist the Corporation in time, talent, and/or contributions. Each officer shall hold office for as long as they are willing to serve, unless they a) die, b) resign, c) remove, or d) fail to attend 75% of the scheduled meetings within a twelve month period, in which case the vacant office shall immediately be filled and should continue until reasons a, b, c, or d is violated.

4. Removal. The official Staff, whenever, in its judgment and the best interest of the Corporation, will be served thereby may remove any officer appointed by the President. A vote of 60% of the officers present requesting the officer in question to be removed. The officer removed will receive a letter via United States Postmaster stating the reason for removal, and effective removal date.
5. Vacancies. A vacancy of any officer because of death, resignation, or removal may be appointed by the President or at the recommendation of the Board of Directors and the Official Staff in good standing.
6. Duties of the officers
 - a. The President shall be the principal officer of the Corporation, shall preside at all meetings of the officers. In the absence of the President, or in the event of the President's death, or inability to act, the Vice-President shall perform the duties of the President.
 - b. The Vice-President shall perform such duties as may be assigned to him or her from time to time by the President. The Vice-President shall assume the role, duties, and responsibilities of the President in the President's absence.
 - c. The Secretary shall execute all certificates concerning the act or action of the Corporation, keep a record of the minutes and proceedings of all meetings, and shall distribute minutes of past meetings to the official staff at the next meeting.
 - d. The Treasurer shall be the custodian of all books, records, and documents of the Corporation pertaining to its financial affairs; shall keep a count of all monies of the Corporation received and distributed; and shall supervise deposits to the credit of the Corporation at such bank or banks, depository or depositories, as the official staff shall designate.
7. Delegation of Duties. In the absence or disability of any officer of the Corporation, or for any other reason deemed sufficient by the Official Staff, the Official Staff may designate the powers or duties for the time being.
8. Subject to the foregoing, the officers of the Corporation shall have powers and duties specifically conferred by law, the Articles of Incorporation, and these By-Laws, or as may be assigned to them from time to time.
9. Regular Meetings. Regular meetings of the Official Staff shall be held with notice of times and places determined by the President during the fiscal year.

ARTICLE IX – INITIAL BOARD OF DIRECTOR(S)

This corporation shall have four (4) 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 two (2). The names of the initial Directors of the corporation are as follows:

Kay Andrew-Wells
3512 River Grove Dr.
Tampa Florida 33610

Allison Clebert
13452 Graham Yarden Drive
Riverview Florida 33579

Alex Wells-Oghoghomeh
3512 River Grove Dr.
Tampa Fl 33610

Foster Lovett
1407 Tampa Park Plaza Street
Tampa Florida 33605

1. Tenure, Qualifications, and appointments. The Board of Directors shall meet the qualifications set forth in the applicable Florida Statutes and who are willing to assist the Corporation in time, talent, and/or contributions. Each member shall hold office for as long as they are willing to serve, unless they a) die, b) resign, c) remove, or d) fail to attend 75% of the scheduled meetings within a twelve month period, in which case the vacant office shall immediately be filled and should continue until reasons a, b, c, or d is violated. Vacancies on the Board of directors may be filled by a majority of the Board and the official staff.
2. Annual Election. The Board of Directors shall annually revisit and if necessary elect Directors.

ARTICLE X – BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the members.

ARTICLE XI - NOT FOR PROFIT STATUS

No part of the net earnings of the corporation shall be included in the benefit of, or be distributed to its members, 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 three 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 in (including the publishing or distribution of statements) for any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the 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.

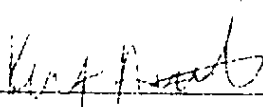
ARTICLE XII – DISSOLUTION

Upon the dissolution of the corporation, at the discretion of the Official Staff, assets shall be distributed to 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 the state or local government, for a public purpose. If necessary, a court shall dispose of any such assets not so disposed of competent jurisdiction of Hillsborough County, or 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 XIII – INDEMNITY OF OFFICERS

This corporation shall indemnify and save harmless its officers and members and from any suits, actions, or judgments arising out of their conduct of the affairs of the corporation, in which suit, action or judgment, any liability shall be alleged or imposed upon any of the corporation's officers on behalf of the corporation, and the corporation shall further pay all costs, legal expenses, and any other charges, that said officer may incur in the defense of any claim, suit, or action that may be instituted against the said officers in their individual capacities, it being the purpose and intent that the corporation shall save its officers and stockholders harmless from any action taken by them in its behalf.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 9 day of October, 2019



Kay Andrew Wells

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

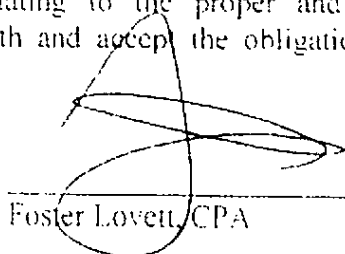
CERTIFICATE OF REGISTERED AGENT OF

KAY ANDREWS EDUCATIONAL FOUNDATION, INC

Pursuant to Florida Statutes, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its principal office and mailing address as indicated in the Articles of Incorporation, has named **Foster Lovett** located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in the above 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 for said corporation.


Foster Lovett, CPA

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TALLAHASSEE, FL