

**N9500000/683**

CHERI JOHNSON WRIGHT, P.A.

ATTORNEY AT LAW

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TELEPHONE 813/293-0060  
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April 4, 1995

**N95**

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Secretary of State  
Corporate Division  
P. O. Box 6327  
Tallahassee, FL 32324

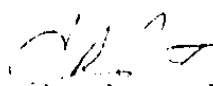
RE: Lori Edwards' Teen in Tallahassee, Inc., A Florida Non  
Profit Corporation

Dear Sirs:

Please find enclosed the original and one copy of the Articles  
of Incorporation of Lori Edwards' Teen in Tallahassee, Inc., A  
Florida Non Profit Corporation. I would appreciate it if you would  
return one certified copy to this office. My client's check in the  
amount of \$122.50 is enclosed for the filing fees.

Thank you in advance for your assistance.

Yours very truly,

  
Cheri Johnson Wright  
Attorney at Law

CJW/pb

Enclosures

FILED  
CS APR -5 1995  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

B. REGISTER APR 10 1995

**ARTICLES OF INCORPORATION  
OF  
LORI EDWARDS' TEENS IN TALLAHASSEE, INC.  
A FLORIDA NON PROFIT CORPORATION**

Notice is hereby given that the undersigned incorporators, all being of full age, have associated themselves together for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapter 617, FLORIDA STATUTES, for educational, patriotic, eleemosynary and philanthropic purposes, and we do hereby accept all of the rights, privileges, benefits, and obligations conferred and imposed by such law, and we do hereby make, subscribe, acknowledge, and adopt and file these Articles of Incorporation:

**ARTICLE I - NAME**

The name of the Corporation is LORI EDWARDS' TEENS IN TALLAHASSEE, INC.,  
A FLORIDA NON PROFIT CORPORATION.

**II - ADDRESS**

The mailing address and principal business address of the Association is: 202 LOMA DRIVE, N.W., WINTER HAVEN, FL 33881

**III - COMMENCEMENT OF EXISTENCE**

The existence of the Association will commence upon filing of the Articles of Incorporation.

**IV - TYPE OF CORPORATION**

LORI EDWARDS' TEENS IN TALLAHASSEE, INC. shall be a corporation not for profit and shall have neither capital stock nor stockholders.

**ARTICLE V - CORPORATE PURPOSE**

The objects and purposes of the Corporation shall be to:

- (a) The corporation is organized exclusively for charitable and educational purposes, including for, such purposes, the making of distributions to organizations that qualify as exempt organizations under 501 (c) (3) of the Internal Revenue Code. The purpose of the corporation is to promote the STATE HOUSE DISTRICT 65 TEENS IN TALLAHASSEE PROGRAM, which allows motivated, civic-minded high school juniors from STATE HOUSE DISTRICT 65 to visit their state's capital for a close-up look at their government in action.
- (b) Raise, receive and maintain a fund or funds of real property or personal property, or both, and to distribute and administer the fund or funds, including any income or interest generated therefrom exclusively for charitable or educational purposes.
- (c) To engage in any activity or business permitted a not for profit corporation under the laws of the United States and Florida and, although it may have authority under such laws to do certain things, it shall not be authorized to do anything that it would not be permitted to do under Section 501(c)(3) of the Internal Revenue Code and still remain an exempt corporation to which gifts made by individuals are deductible by such donors.
- (d) To exercise all the corporate powers now or hereafter provided by the laws of the State of Florida applicable to corporations not for profit, and specifically including the powers specified in section 617.021, Florida Statutes, and all amendments thereto, pertaining to corporations not for profit in the State of Florida, except where the same would cause the Corporation to violate any of the provisions contained in Article XV.

#### ARTICLE VI - MEMBERSHIP

SECTION 1: ELIGIBILITY. This corporation shall not be authorized to issue share of stock, and shall not pay any dividends, but shall be a membership corporation. Any person shall be eligible for membership in this Corporation upon application to and approval as provided in the Bylaws of the Corporation.

SECTION 2: PROPOSALS FOR MEMBERSHIP. The members of the corporation shall be selected by the Board of Directors, from those persons living in the STATE OF FLORIDA WHO DESIRE TO PROMOTE THE CIVIC AND EDUCATIONAL PURPOSES OF THE CORPORATION. Any person proposed meeting the qualifications set forth above and desiring to become a member of the Corporation shall make written application on a form supplied by the Corporation, and shall be submitted to the Directors, and endorsed by a regular member in good standing, and accompanied by such membership fees and dues as the Board of Directors may from time to time determine. The exact manner of admission shall be as provided for in the Bylaws.

SECTION 3: TERMINATION OF MEMBERSHIP. Membership may be terminated by expulsion for a just cause or by resignation with thirty days prior written notice to the Board of Directors.

#### ARTICLE VII - DURATION

The Corporation shall have perpetual existence, unless dissolved according to law.

#### ARTICLE VIII - MANAGEMENT

SECTION 1. The affairs of the Corporation shall be managed by a Board of Directors. The Board of Directors shall consist of not less than three and not more than fifteen (15) persons. Directors shall be elected or removed in accordance with the procedure provided in the Bylaws.

SECTION 2. The officers of the Corporation shall be a Chairman, Vice-Chairman, a Secretary, and a Treasurer. These officers shall be elected and shall hold office in the manner provided in by the Bylaws of the Corporation.

#### ARTICLE IX - INITIAL OFFICERS AND DIRECTORS

The Directors of the corporation shall be selected by the initial directors at the first organizational meeting, the qualifications and manner of their admission shall be as provided in the Bylaws. The names and residence address of the initial officers and directors who are to manage all of the affairs of the Corporation until the first annual meeting are:

##### OFFICERS:

CHAIRMAN: VAUGHN MCASHAN, P.O. BOX 820, WINTER HAVEN, FL 33882  
VICE CHAIRMAN: ANGIE BEVERLY, 105 TAMPA STREET, AUBURNDALE, FL 33823  
SECRETARY: BONNIE BURHANS, 1 BLOOD HOUND TRAIL, AUBURNDALE, FL 33823  
TREASURER: BOB WALKER, 100 10TH STREET, S., HAINES CITY, FL 33844

##### DIRECTORS:

TRI THORNHILL  
1350 HAVENDALE BOULEVARD  
WINTER HAVEN, FL 33881

ANGIE BEVERLY  
105 TAMPA STREET  
AUBURNDALE, FL 33823

STEVEN R. WRIGHT  
3940 THORNHILL ROAD  
WINTER HAVEN, FLORIDA 33880

CHERI JOHNSON WRIGHT  
3940 THORNHILL ROAD  
WINTER HAVEN, FLORIDA 33880

MARTHA ROE BURKE  
WILLIAM G. ROE AND SONS  
500 AVENUE R., S.W.  
WINTER HAVEN, FL 33880

BONNIE BURHANS  
GUIDANCE OFFICE, AUBURNDALE HIGH SCHOOL  
ONE BLOOD HOUND TRAIL  
AUBURNDALE, FL 33823

VAUGHN MCASHAN  
RETAIL AREA MANAGER  
BARNETT BANK OF POLK COUNTY  
P.O. BOX 820  
WINTER HAVEN, FL 33882

GRANT HUSTON  
FLORIDA POWER  
151 EAST CENTRAL AVENUE  
LAKE WALES, FL 33853

HABELLE MYERS  
815 PRADO GRAND AVENUE  
HAINES CITY, FL 33844

LINDA DAVIS  
PUBLIC AFFAIRS MANAGER  
STATE FARM INSURANCE REGIONAL OFFICE  
7401 CYPRESS GARDENS BOULEVARD  
WINTER HAVEN, FL 33884

LYNN VAN GUNDY  
DEFENSIVE DRIVING SCHOOL  
P.O. BOX 2577  
WINTER HAVEN, FL 33883

BOB WALKER  
EWING, BLACKWELDER AND DUCE  
100 10TH STREET, S.  
HAINES CITY, FL 33844

#### ARTICLE X - BYLAWS AND AMENDMENTS TO THE ARTICLES OF INCORPORATION

They Bylaws of the Corporation shall be made, altered or rescinded by a 2/3 vote of the voting membership present or voting by proxy at any regular meeting, or by a majority vote of the Board of Directors; provided that notice thereof, which shall include the text of the Bylaws change, has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such alteration to the Bylaws is to be voted upon, whether it be a membership meeting or a Board of Directors' meetings.

The Articles of Incorporation of this Corporation shall be amended or additional provisions added or adopted by a two-thirds vote of the members of the Board of Directors present or voting by proxy at any meeting thereof; provided that notice thereof, which shall include the text of the change to Articles of Incorporation has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such Articles of Incorporation change is to be voted upon, followed by the compliance with the Florida Statutes regarding amendments to Articles of Incorporation of non-profit corporations.

#### ARTICLE XI - GENERAL

All income and assets of the Corporation, above necessary expenses, shall be administered solely and exclusively for the corporate purposes selected by the Board of Directors.

This Corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers or members. In addition, no part of the income of the Corporation shall be distributed to its members, directors, officers, or incorporators AND the officers and directors of the corporation will serve without compensation.

#### ARTICLE XII - INCORPORATOR(S)

The name and street address of the incorporator(s) of these Articles of Incorporation is:

TRI THORNHILL, 1350 HAVENDALE BLVD., WINTER HAVEN, FL 33880  
STEVEN R. WRIGHT, 3940 THORNHILL ROAD, WINTER HAVEN, FL 33880  
CHERI JOHNSON WRIGHT, 3940 THORNHILL ROAD, WINTER HAVEN, FL 33880

The incorporator of the Council assigns to the Corporation their rights under Section 617.013, Florida Statutes, to constitute a corporation, this assignment becoming effective on the date corporate existence begins.

#### ARTICLE XIII - REGISTERED OFFICE AND REGISTERED AGENT

The above-named incorporators, desiring to organize this Corporation under the laws of the State of Florida, hereby designate the Corporation's Registered Office to be located at 202 LOMA DRIVE, N.W., WINTER HAVEN, FLORIDA, 33881, and hereby designate and appoint GLENDA BURR, as Registered Agent of the Corporation, to accept service of process within this State, to

serve in such capacity until his successor is selected and duly designated. The Board of Directors may, from time to time, designate such other address and place for the principal office of this Corporation as it may see fit. The registered agent at that address is GLENDA BURR.

#### ARTICLE XIV - INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the full extent permitted by and set forth in the Florida General Corporation Act.

#### ARTICLE XV - PROHIBITED ACTIVITIES

Notwithstanding any other provisions of these Articles of Incorporation:

1. The corporation will distribute its income for each tax year at such times and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

2. The corporation will not engage in any act of self dealing as defined in Section 4941 (d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

3. The corporation will not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

4. The corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

5. The corporation will not make any taxable expenditures as defined in Section 4945 (d) 4 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

6. The Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 and 1986, as amended, or the corresponding provisions of any subsequent federal tax laws (the "Code"), or (ii) by a corporation, contributions to which are deductible under Section 170(c)(1) or (2) of the Code, or the corresponding provisions of any subsequent federal tax laws.

7. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons; provided however, 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 this Article.

8. The corporation shall neither carry on propaganda nor attempt to influence legislation. The corporation will not participate in any political campaign.

9. 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.

#### ARTICLE XVI

On the dissolution or winding up of the Corporation, its assets remaining after payment of, or provision for, payment of all debts and liabilities of the Corporation, shall be distributed to such organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization

under Section 501(c)(3) of the Internal Revenue Code of 1954 ( or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE XVII - DEDICATION OF ASSETS

The Corporation dedicates all assets which it may acquire to the charitable purpose set forth in Article II hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapters 607 and 617, FLORIDA STATUTES, the Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal government or to a state or local government for exclusive public purposes.

IN WITNESS WHEREOF, the undersigned have subscribed their names under seal this 23<sup>rd</sup> day of March, 1995.

Tri Thornhill  
TRI THORNHILL, DIRECTOR, incorporator

Steven R. Wright  
STEVEN R. WRIGHT, DIRECTOR, incorporator

Cheri Johnson Wright  
CHERI JOHNSON WRIGHT, DIRECTOR, incorporator

Angie Beverly  
ANGIE BEVERLY, DIRECTOR

Martina Roe Burke  
MARTINA ROE BURKE, DIRECTOR

Bonnie Burkhart  
BONNIE BURKHART, DIRECTOR

Vaughn McAshan  
VAUGHN MASHAN, DIRECTOR

Linda Davis  
LINDA DAVIS, DIRECTOR

Grant Huston  
GRANT HUSTON, DIRECTOR

Lynn Van Gundy  
LYNN VAN GUNDY, DIRECTOR

Mabelle Myers  
MABELLE MYERS, DIRECTOR

Bob Walker  
BOB WALKER, DIRECTOR

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> day of March, 1995, by TRI THORNHILL, who is personally known to me or who has produced FL DL as identification and who did take an oath

# 7654-767-62 302

STATE OF FLORIDA  
COUNTY OF POLK



PEGGY BRYANT  
COMMISSION # CC348032 My commission expires:  
EXPIRES MAR 20, 1998  
BONDED THROUGH  
ATLANTIC BONDING CO., INC.

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> day of March, 1995, by STEVEN R. WRIGHT, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did take an oath.

Peggy Bryant  
My commission expires:



PEGGY BRYANT  
COMMISSION # CC348032  
EXPIRES MAR 20, 1998  
BONDED THROUGH  
ATLANTIC BONDING CO., INC.

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of March, 1995, by CHERI JOHNSON WRIGHT, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did take an oath.

Peggy Bryant  
My Commission Expires:

STATE OF FLORIDA  
COUNTY OF POLK



PEGGY BRYANT  
COMMISSION #CC348032  
EXPIRES MAR 20, 1998  
BONDED THRU  
ATLANTIC BONDING CO., INC.

The foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of March, 1995, by ANGIE BEVERLY, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did take an oath.



PEGGY BRYANT  
COMMISSION #CC348032  
EXPIRES MAR 20, 1998  
BONDED THRU  
ATLANTIC BONDING CO., INC.

sign Peggy Bryant

print \_\_\_\_\_

My Commission Expires:

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of March, 1995, by MARTHA ROE BURKE, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did take an oath.

Jalisco G. Rhynhart  
Notary Public, State of Florida  
My comm. expires June 21, 1996  
Comm. No. CC209332

sign Jalisco G. Rhynhart

print June 21, 1996

My Commission Expires:

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> day of April, 1995, by BONNIE BURHANS, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did take an oath.



OFFICIAL SEAL  
CATHY A. HESTER  
My Comm. Expires  
March 21, 1996  
Comm. No. CC186322

sign Cathy A. Hester

print March 24, 1996

My Commission Expires:

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> day of March, 1995, by VAUGHN MCASHAN, who is personally known to me or who has produced FLDL as identification and who did take an oath. #11225 PC-P 51-1330

sign Peggy Bryant

print \_\_\_\_\_

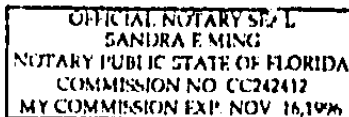
My Commission Expires:



PEGGY BRYANT  
COMMISSION #CC348032  
EXPIRES MAR 20, 1998  
BONDED THRU  
ATLANTIC BONDING CO., INC.

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of March, 1995, by LINDA DAVIS, who is personally known to me or who has produced personally known as identification and who did take an oath.



sign Sandra E. Ming  
print Sandra E. Ming  
My Commission Expires:

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of March, 1995, by GRANT HUSTON, who is personally known to me or who has produced FL DL as identification and who did take an oath. # 11225-24-42 251-0



PEGGY BRYANT  
COMMISSION # CC348032  
EXPIRES MAR 20, 1998  
BONDED THRU  
ATLANTIC BONDING CO., INC.

sign Peggy Bryant  
print \_\_\_\_\_  
My Commission Expires:

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of March, 1995, by LYNN VAN GUNDY, who is personally known to me or who has produced FL DL as identification and who did take an oath.

FL DL # V525-524 56 96-0

sign Peggy Bryant  
print \_\_\_\_\_  
My Commission Expires:



STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of March, 1995, by LABELLE MYERS, who is personally known to me or who has produced FL DL as identification and who did take an oath. # 11630-546 32-934



PEGGY BRYANT  
COMMISSION # CC348032  
EXPIRES MAR 20, 1998  
BONDED THRU  
ATLANTIC BONDING CO., INC.

sign Peggy Bryant  
print \_\_\_\_\_  
My Commission Expires:

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of March, 1995, by BOB WALKER, who is personally known to me or who has produced FL DL as identification and who did take an oath. # W426-1162 44-104-0

sign Peggy Bryant  
print \_\_\_\_\_  
My Commission Expires:



PEGGY BRYANT  
COMMISSION # CC348032  
EXPIRES MAR 20, 1998  
BONDED THRU  
ATLANTIC BONDING CO., INC.



ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for LORI EDWARDS' TEENS IN TALLAHASSEE, INC., A FLORIDA NON PROFIT CORPORATION, at the place designated in this certificate, I heroby 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 dution, and I am familiar with the obligations of my position as registered agent.

Glenda Burr  
GLENDA BURR, registered agent

4-3-95  
DATE

teenheart

FILED  
95 APR -5 AM 11:01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA