

RUSH



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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Teen voices/Teen Choices

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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

- ☐ Certificate of FICTITIOUS NAME
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Ordered By: _____

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FILED
98 OCT 23 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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98 OCT 27 AM 11:35
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TALLAHASSEE, FLORIDA

OCT 27 1998

ARTICLES OF INCORPORATION
OF
TEEN VOICES/TEEN CHOICES, INC.

98 OCT 23 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

The undersigned hereby associate themselves for the purpose of forming a corporation not for profit under the provisions of Chapter 617 of the Florida Statutes, and for these purposes they adopt the following Articles of Incorporation.

ARTICLE I
CORPORATE NAME, DURATION AND CONFLICTS

1. The name of this corporation shall be TEEN VOICES/TEEN CHOICES, INC., by which name it may sue and be sued, contract and be contracted with, and employ a corporate seal. The TEEN VOICES/TEEN CHOICES, INC., may hereafter be referred to as the "Corporation".

2. The corporate existence of this corporation shall begin on the date the Certificate of Incorporation is issued by the Secretary of the State of Florida and shall continue perpetually thereafter, unless dissolved as provided by law.

3. The mailing address, principal office and place of business of the corporation shall be located at 725 Mosley Road, Lake Alfred, Florida 33850.

4. If there are conflicts or inconsistencies between the provisions of Florida law, the Articles of Incorporation and the By-Laws, then the provisions of Florida law, the Articles of Incorporation, and the By-Laws, in that order, shall prevail.

ARTICLE II
OBJECT

1. The purposes for which the Corporation is organized are:

- (a) to provide community health planning;
- (b) to provide supplemental sex education in public schools;
- (c) to provide discussion groups, forums, panels, lectures, etc. on teen pregnancies with focus on abstinence;
- (d) to provide life skill workshops for teen parents on child discipline and budgeting;

(d) to transact any and all other lawful business for which corporations may be organized and incorporated under the

Florida Not for Profit Corporation Act, all within the purview of Section 501(C) of the Internal Revenue Code and the Regulations thereunder.

2. The Corporation shall make no distributions of income to its Members, directors, or officers.

ARTICLE III POWERS

The powers of the Corporation shall include and be governed by the following provisions:

1. The Corporation shall have all of the common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles and the By-Laws of this Corporation.

2. The Corporation shall have all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles or the By-Laws including, without limitation, the power:

(a) Adopt, use, and alter a common corporate seal. However, such seal must always contain the words "corporation not for profit."

(b) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.

(c) to borrow money for any purpose, subject to any limitations contained in the By-Laws;

(d) to enter into, make, perform, or enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Corporation, with or in association with any other associations, corporations, or other entity or agency, public or private;

(e) to act as agent, trustee, or other representative of other corporations, firms, or individuals, and as such to advance the business or ownership interests in such corporations, firms, or individuals;

(f) to adopt, alter, and amend or repeal such By-Laws as may be necessary or desirable for the proper management of the affairs of the Corporation;

(g) make donations for the public welfare or for religious, charitable, scientific, educational, or other similar purposes;

- (h) establish rules and regulations;
- (i) sue and be sued;
- (j) exist in perpetuity; and
- (k) take any other lawful action necessary for the purposes for which the Corporation is organized.

3. The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article III are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provision of Article III.

ARTICLE IV MEMBERS

1. The Corporation shall be a membership corporation, without certificates or shares of stock.

2. The method and conditions of which members shall be accepted and discharged or expelled shall be regulated by the Bylaws of the Corporation.

3. The right of any member to vote, and the requirements thereof, shall be set forth in the By-Laws of the Corporation.

ARTICLE V SUBSCRIBERS

The names and addresses of the subscribers and incorporators are as follows:

STACY LENNOX BRINKERHOFF
725 Mosley Road
Lake Alfred, Florida 33850.

ARTICLE VI BOARD OF DIRECTORS

The affairs and business of the corporation shall be managed and conducted by a Board of Directors of the Corporation initially consisting of three (3) members. The number of directors may thereafter be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than three (3). Members of the board of directors need not be residents of

the State of Florida, but they must be members of the Corporation. The directors shall be elected at the annual meeting of the members, and shall hold office in the manner set forth in the By-Laws. Directors shall be removed and vacancies filled in the manner provided in the By-Laws. The Board may delegate its operational authority to such companies, individuals and committees as it, in its discretion, may determine.

The name and address of the Board of Directors of the TEEN VOICES/TEEN CHOICES, INC., who shall manage the business of this corporation until the first election is held and the positions are filled is as follows:

Board of Directors

STACY LENNOX BRINKERHOFF
725 Mosley Road
Lake Alfred, Florida 33850

BRIAN K. BRINKERHOFF
725 Mosley Road
Lake Alfred, Florida 33850

CANDACE A. LENNOX
2106 Woodburn Loop South
Lakeland, Florida 33813.

ARTICLE VII
OFFICERS

The affairs of the Corporation shall be administered by the Officers designated by the By-Laws. The Officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of Corporation, and they shall serve at the pleasure of the Board of Directors, as provided in the By-Laws. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>NAME</u>	<u>OFFICE</u>
STACY LENNOX BRINKERHOFF 725 Mosley Road Lake Alfred, Florida 33850.	President/Secretary/Treasurer

ARTICLE VIII
BY-LAWS

The By-Laws of the Corporation are to be made and adopted by the Board of Directors and may be altered, amended, or rescinded in the manner provided by the By-Laws.

Meetings of the members of the association shall be held as provided by the By-Laws.

ARTICLE IX AMENDMENTS

Amendments to these Articles of Incorporation must be proposed by the Board of Directors, who must set forth the proposed amendment and direct that it be submitted to a vote at a meeting of the members entitled to vote, which may be either an annual or a special meeting. At the meeting, to become effective, the proposed amendment, must be adopted by two-thirds (2/3rds) of the members present and entitled to vote. Such action shall be effective upon filing same with the Secretary of State of the State of Florida, or as otherwise provided by law.

ARTICLE X INDEMNIFICATION OF DIRECTORS AND OFFICERS

Every person who is or has been a Director or Officer of this Corporation shall be indemnified and held harmless by the corporation from and against all costs and expenses which may be imposed upon or reasonably incurred by him or her in connection with or arising out of any claim, action, suit or proceeding in which he or she may be involved by reason of being or having been a Director or Officer of this Corporation whether or not said person continues to be a Director or Officer of this Corporation at the time such costs and expenses are imposed or incurred. As used herein, the term "costs and expenses" shall include, but shall not be limited to, attorneys' fees and amounts of judgments against and amounts paid to the Corporation itself; provided, however, that no such Director or Officer shall be so indemnified: with respect to any matter as to which such Director or Officer shall, in any such action, suit or proceeding be finally adjudged to be liable for actual misconduct in the performance of the duties of a Director or Officer and that the entire costs of such settlement will not substantially exceed the estimated costs of defending such claim, action, suit or proceeding to a final conclusion. The foregoing rights of indemnification shall not be exclusive of other rights to which any such Director or Officer may be entitled as a matter of law.

ARTICLE XI CAPITAL STOCK

The Corporation shall have no capital stock, and no Director or Officer shall have any right or title to any asset of the Corporation.

ARTICLE XII
EXEMPTION OF DIRECTORS AND OFFICERS
FROM PERSONAL LIABILITY

The private property of all Directors and Officers of this Corporation shall be wholly exempt from liability for any and all debts, obligations and liabilities of this Corporation.

ARTICLE XIII
DISSOLUTION

In the event of the dissolution or winding up of this corporation after payment or adequately providing for the debts or obligations of this corporation, the directors, or person in charge of liquidation, shall grant, convey, assign and transfer the remaining assets of this corporation unto:

1. A state, a territory, a possession of the United States, or any political subdivision of any of the foregoing; or to the United States or the District of Columbia, to be used exclusively for public purposes.

2. A corporation, trust, or community chest, fund or foundation;

a. Created or organized in the United States or in any possession thereof, or under the law of the United States, any state or territory, the District of Columbia, or any possession of the United States;

b. Organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals or as a business league, or chamber of commerce;

c. No part of the net earnings of which inures to the benefit of any private shareholder or individual; and

d. No substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

The assets transferred to any organization listed above shall be used within the United States, or any of its possessions, exclusively for the purposes specified in subparagraph (b).

No such organization listed above shall qualify for distribution unless such organization shall be an organization, association, fund, or foundation organized and operated exclusively for charitable, religious, scientific or educational purposes, or for the prevention of cruelty to children or animals or as a

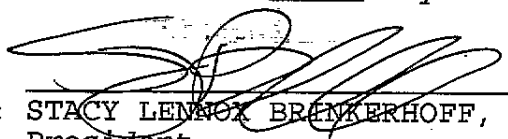
business league, or chamber of commerce which is a tax-exempt, non-profit corporation under the United States Internal Revenue Code, and which is recognized as such by the United States Bureau of Internal Revenue.

If the corporation holds any assets in trust at the time of dissolution thereof, such assets shall be disposed of in such manner as may be directed by judgment, order or decree of the Circuit Court of the Tenth Judicial Circuit in and for Polk County, Florida, upon petition by any appropriate governmental authority or any other person concerned with the liquidation of the corporation.

ARTICLE XIV
REGISTERED OFFICE AND AGENT

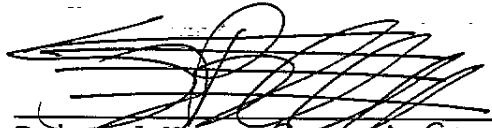
The street address of the association's initial registered office is 725 Mosley Road, Lake Alfred, Florida 33850 and the name of its initial registered agent at such address is STACY LENNOX BRINKERHOFF.

IN WITNESS WHEREOF, witness our hands this 26th day of October, 1998.

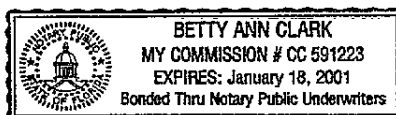

By: STACY LENNOX BRINKERHOFF,
President

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 26th day of October, 1998, by STACY LENNOX BRINKERHOFF who is personally known to me or who have produced Florida Drivers License as identification.


Printed Name: Betty A. Clark
NOTARY PUBLIC
My Commission Expires:
My Commission Number:

(SEAL)



CERTIFICATE DESIGNATING REGISTERED

AGENT AND OFFICE

In compliance with Sections 48.091 and 617.0501, Florida Statutes, the following is submitted:

That TEEN VOICES/TEEN CHOICES, INC., desiring to organize and qualify as a corporation under the laws of the State of Florida, with its initial registered office at 725 Mosley Road, Lake Alfred, Florida 33850, has named STACY LENNOX BRINKERHOFF, located at said address, as its Registered Agent to accept service of process within the State of Florida; and

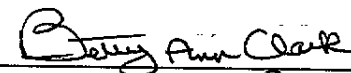
That, having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, STACY LENNOX BRINKERHOFF hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper performance of her duties.


By: STACY LENNOX BRINKERHOFF

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 26th day of October, 1998, by STACY LENNOX BRINKERHOFF, who is personally known to me or who has produced Florida Driver's License as identification.

(SEAL)

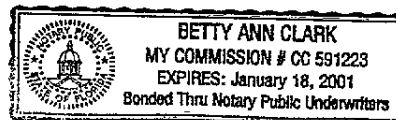


Printed Name: Betty Ann Clark

NOTARY PUBLIC

My Commission Expires:

My Commission Number:



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 OCT 23 PM 1:24

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