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C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Tampa Bay Leads Inc

☒ Profit - ~~Auto~~

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☒ Certified Copy

☐ Annual Report

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DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
TAMPA BAY READS INC.

The undersigned incorporator, for the purpose of forming a corporation without capital stock under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation and accepts all of the rights, privileges, benefits and obligations conferred and imposed by filing these Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation is Tampa Bay Reads Inc.

ARTICLE II

CORPORATE PURPOSE

The object and purpose of the Corporation is to acquire and distribute funds for innovative literacy programs to improve literacy skills in the Tampa Bay area. The Corporation is formed exclusively for charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986.

Within the scope of the foregoing purposes, and not by way of limitation thereof, the Corporation is organized (1) to increase community awareness of literacy; (2) enhance literacy opportunities for students and educators; (3) provide opportunities for community members to support literacy; and (4) serve as a catalyst to encourage collaboration of literacy providers.

ARTICLE III

MEMBERSHIP

The Corporation shall have no members.

ARTICLE IV

TERM

This Corporation shall have perpetual existence. In the event of a dissolution of the Corporation, all assets, after payment of all debts and charges of the Corporation and expenses of dissolution, shall be distributed to such other charitable or benevolent non-profit corporation or corporations as shall be determined by the Board of Directors, under such terms and conditions as shall be determined to be necessary to carry out the purposes of this Corporation and the terms of any trust or contract under which any of the Corporation so distributed may have been held by this Corporation; no part of such assets shall inure to the benefit of any member, trustee, director, officer or employee of this Corporation, or of such distributed Corporation.

ARTICLE V

INCORPORATOR

The name and physical address of the incorporator is Ernesto Mayor Jr., 201 North Franklin Street, 16<sup>th</sup> Floor, Tampa, Florida 33602. The mailing address of the incorporator is P.O. Box 110 MC0007, Tampa, Florida 33601.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The above named incorporator hereby designates the Corporation's registered office to be located at 201 E. Kennedy Boulevard, Suite 1200, Tampa, Florida 33602 and does hereby designate and appoint CT Corporation System, whose address is 1200 South Pine Island Road, Plantation, Florida 33324 as the registered agent of the Corporation to accept service of process within this state and to serve in such capacity until a successor is elected and duly designated.

ARTICLE VII

MANAGEMENT

Section 1. A Board of Directors which shall consist of not less than five (5) nor more than fifteen (15) persons shall manage the affairs of the Corporation. Directors shall be elected or removed in accordance with the procedure provided in the By-Laws.

Section 2. The officers of the Corporation shall be a president, one or more vice presidents, a secretary and one or more assistant secretaries and a treasurer and one or more assistant treasurers. The initial directors of the Corporation are as follows:

|                 |  |
|-----------------|--|
| Nancy Williams  | GTE<br>201 North Franklin Street<br>P O Box 110<br>Tampa, FL 33601                               |
| Karen Underwood | Professional Associate Region 14<br>Comprehension Center<br>1000 South Ashley<br>Tampa, FL 33602 |
| Melody Gant     | GTE<br>201 North Franklin Street<br>P O Box 110<br>Tampa, FL 33601                               |

## ARTICLE VIII

### OFFICERS

The initial officers of this Corporation are as follows:

|                     |   |
|---------------------|---|
| President           | Nancy Williams<br>GTE<br>201 North Franklin Street<br>P O Box 110<br>Tampa, FL 33601                                |
| Vice President      | Karen Underwood<br>Professional Associate Region 14<br>Comprehension Center<br>1000 South Ashley<br>Tampa, FL 33602 |
| Secretary/Treasurer | Melody Gant<br>GTE<br>201 North Franklin Street<br>P O Box 110<br>Tampa, FL 33601                                   |

The officers of the Corporation shall serve until the first annual meeting which shall be held as prescribed in the By-Laws of the Corporation.

## ARTICLE IX

### MISCELLANEOUS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its 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 II 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 or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the 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 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 corresponding section of any future federal tax code.

Upon the 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 local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court 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.

ARTICLE X

INDEMNIFICATION

All officers, directors and employees of this corporation shall be entitled to indemnification for their actions in accordance with Florida law provided such officers, directors and employees have acted in good faith, in a manner they reasonably believed to be in the best interest of the Corporation, and with respect to any criminal action or proceeding, such officers, directors and employees had no reasonable cause to believe their conduct was unlawful.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed to these Articles of Incorporation for the uses and purposes aforesaid on this 9th day of April , 1999.

TAMPA BAY READS INCORPORATED

By: Ernesto Mayor Jr.  
Incorporator

STATE OF FLORIDA

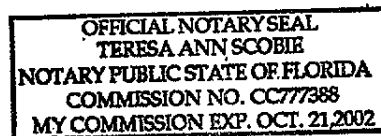
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of April by Ernesto Mayor Jr., Incorporator of Tampa Bay Reads Incorporated, a Florida corporation, on behalf of the Corporation.

Teresa Ann Scobie  
Notary Public  
State of Florida

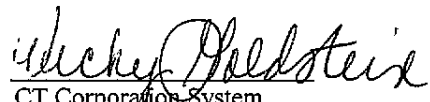
(SEAL)

My Commission Expires:



Having been named as registered agent and to accept 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.

Dated the 12<sup>th</sup> day of April, 1999.

  
CT Corporation-System  
**VICKY GOLDSTEIN**  
**SPECIAL ASSISTANT SECRETARY**

**FILED**

**99 APR 13 PM 2:04**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**