



Law Office of *ND00000000 6548*  
**Joan Nelson Hook, P.A.**  
Board Certified Elder Law Attorney

4918 FLORAMAR TERRACE • GULF HARBORS • NEW PORT RICHEY, FL 34652  
(727) 842-1001 • FAX: (727) 848-0602  
E-MAIL: joanh@sanctum.com

September 20, 2000

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

RE: Incorporation of Friends of The New Port Richey Library

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation to be filed for Friends of The New Port Richey Library. A check for \$87.50 is to be applied to this filing as follows:

- 1) \$35.00 Filing Fee
- 2) \$52.50 Certified Copy

900003409269--9  
-09/26/00--01004--001  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Thank you in advance for you prompt attention to this matter.

Sincerely,

*Joan Nelson Hook*

Joan Nelson Hook, Esq.

**FILED**  
00 OCT -2 AM 10: 01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W-23349



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

September 26, 2000

JOAN NELSON HOOK, ESQ.  
4918 FLORAMAR TERRACE  
GULF HARBORS  
NEW PORT RICHEY, FL 34652

SUBJECT: FRIENDS OF THE NEW PORT RICHEY LIBRARY  
Ref. Number: W00000023349

We have received your document for FRIENDS OF THE NEW PORT RICHEY LIBRARY and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of 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) 487-6926.

Gina Bullock  
Document Specialist

Letter Number: 200A00050497

ARTICLES OF INCORPORATION  
OF  
FRIENDS OF THE NEW PORT RICHEY LIBRARY, INC.

FLORIDA NONPROFIT CORPORATION

ARTICLE I

**CORPORATE NAME**

The name of this corporation is **FRIENDS OF THE NEW PORT RICHEY LIBRARY, INC.**, and the address of the corporation is 5939 Main Street, New Port Richey, FL 34652.

ARTICLE II

**CORPORATE NATURE**

This is a nonprofit corporation, organized solely for general educational purposes, fostering public support for the necessary development of the New Port Richey Public Library by the governmental taxing authorities and supplementary fund raising.

ARTICLE III

**DURATION**

The term of existence of the corporation is perpetual.

ARTICLE IV

**GENERAL AND SPECIFIC PURPOSES**

The specific and primary purposes for which this corporation is formed are:

A. For the advancement of information, education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. To operate exclusively in any other manner for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

**FILED**  
00 OCT - 2 AM 10:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V

BOARD OF DIRECTORS

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors and Financial Oversight Committee. The Board of Directors shall consist of a President, Vice President, Treasurer, Secretary and five general members. The Financial Oversight Committee shall consist of the seven (7) full members of the Library Advisory Board who shall approve expenditures and serve as the signatories for the bank account(s). The Library Director and Chair of the Library Advisory Board shall serve as ex-officio members of the Board of Directors. The number of Directors of the Corporation shall be eleven(11), provided however, that such number may be changed by a By-Law adopted by the members. Vacancies on the Board shall be filled by appointment by the Board of Directors from the general membership. Those filling vacant positions will serve the remainder of the existing term of office.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held. Directors elected at the first annual meeting shall serve until the next regular annual meeting and those directors elected thereafter, shall serve for a term of one (1) year. Annual meetings shall be held at the New Port Richey Public Library on February 1, of each year at 5939 Main Street, New Port Richey, Florida 34652, or at such other place or time as the Board of Directors may designate by resolution. All meetings shall be advertised at least two (2) weeks in advance by posted notices in City Hall and the Library on the public bulletin boards and in press releases to the local newspapers.

All actions of the Board are to be taken in a duly publicized meeting open to the public.

The names and addresses of such initial members of the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JANET CARROLL	9612 Sweeping View Drive New Port Richey, FL 34655
JUDITH DE BELLA THOMAS	6035 Grand Boulevard New Port Richey, FL 34652
JOAN REES	5803 Massachusetts Avenue New Port Richey, FL 34652

## ARTICLE VI

### EARNINGS AND ACTIVITIES OF CORPORATION

A. 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, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article IV hereof.

B. 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 of 1954 (or the corresponding provision of any future United State Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United Stated Internal Revenue Law).

C. 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 VII

### DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liability of the corporation, grant the remaining proceeds and equipment to the City of New Port Richey Library Special Revenue Fund in accordance with Section 501(c)(3) of the Internal Revenue Code of 1954, of the United States, as amended.

## ARTICLE VIII

### CORPORATE OPERATIONS

- A. Powers of Officers, Directors and Financial Oversight Committee: The Directors shall have the general management of the affairs of the association. The several officers shall exercise the duties which usually appertain to their respective offices. The Financial Oversight Committee shall authorize all expenditures for the Board of Directors and act as the signatories for the bank account(s).
- B. Highest Amount of Indebtedness: This corporation shall not incur any indebtness which will exceed in the aggregate two-thirds of the cash it might have in its treasury at any time.

- C. **Limit of Members Liability:** No member of this organization shall be liable or subjected to any liability by reason of his or her membership for any sum in excess of his or her annual dues, so long as he or she remains a member.
- D. **Meetings of Members:** An annual meeting of the members for the election of Officers and Directors and the general transaction of business shall be held in the first day of February each year. Notice of such annual meetings shall be mailed to the members or the Directors may be called at any time, but must be advertised two (2) weeks in advance by the posting of said notice on the public bulletin boards in City Hall and the Library and press releases to the local newspapers. All meetings of the corporation are open to the public.
- E. **Termination:** Membership in this organization shall be terminated by death, by the resignation, by non-payment of dues, or by a fifty-one (51%) percent vote of the members present and voting at any regularly called and lawfully assembled meeting.
- F. **Quorum:** A quorum for the transaction of business at all meetings of the general membership shall not be less than ten qualified members in good standing. A quorum of the Board of Directors shall consist of five (5) directors.
- G. **Real Estate:** This corporation may own real estate.

#### ARTICLE IX

##### AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the By-Laws.

#### ARTICLE X

##### DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to educational and charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

FILED

ARTICLE XI

00 OCT -2 AM 10: 01

REGISTERED AGENT AND OFFICE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The address of the corporation's registered office shall be 4918 Floramar Terrace, New Port Richey, Florida 34652, and the name of its registered agent at said address shall be **JOAN NELSON HOOK, ESQ.**

ARTICLE XII

AMENDMENT TO ARTICLES

Amendment to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

We, the undersigned, being the Subscribers and Incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 31<sup>st</sup> day of August, 2000.

WITNESSED BY:

Shannon M. Caraccia

Joan B. Lewis

Janet Carroll

**JANET CARROLL CARROLL**  
Subscriber

Judith De Bella Thomas

**JUDITH DE BELLA THOMAS**  
Subscriber

Joan Rees

**JOAN REES**  
Subscriber

Joan Nelson Hook

**JOAN NELSON HOOK, ESQ.**

Registered Agent, I hereby accept designation as registered agent.

STATE OF FLORIDA  
COUNTY OF PASCO

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, **JANET CARROLL, JUDITH DE BELLA THOMAS** and **JOAN REES**, to me well known to be the persons described in and/or that I relied upon the following form of identification of the above-named persons: personally known, personally known, and personally known, respectively, and who executed the foregoing instrument, and he/she/they acknowledged before me the matters and things contained in the above and foregoing are true and correct, and that an oath was/was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this 31<sup>st</sup> day of August, A.D., 2000.

NOTARY SEAL

Monica A. Simmons

NOTARY SIGNATURE

