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FLORIDA NON-PROFIT CORPORATION

DELTA LAMBDA SIGMA CHAPTER OF PHI BETA SIGMA, FRATERNITY, INC.

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 24, 1998

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SUBJECT: DELTA LAMBDA SIGMA CHAPTER OF PHI BETA SIGMA, FRATERNITY, INC.  
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**ARTICLES OF INCORPORATION**

**OF**

**Delta Lambda Sigma Chapter of Phi Beta Sigma, Fraternity, Inc.  
A FLORIDA NONPROFIT CORPORATION**

THE UNDERSIGNED, acting as incorporators of a no-for-profit corporation pursuant to chapter 617, Florida Statutes, adopt the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be:  
Delta Lambda Sigma Chapter of Phi Beta Sigma, Fraternity, Inc.

**ARTICLE II**

The principal place of business and the mailing address of this corporation shall be:

The initial principal place of business shall be :  
2207 Avenue O, Ft. Pierce, FL 34950

The initial mailing address shall be:  
P.O. Box 1881 , Ft. Pierce, FL 34954

**ARTICLE III**

The purpose for which the corporation is formed, and the business and the objects to carried on and promoted by it, are as follows:

1. The purpose for which the corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.
2. The specific purpose for which the corporation is organized shall be:
  - (1) To promote and encourage brotherhood amongst men.

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Prepared By: Ronald L. Cason, Esq.  
501 S. 10<sup>th</sup> St. Ft. Pierce, Fl. 34950, FBN 0046086  
(561) 460-5050

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3. To erect and maintain a building or buildings for the above purpose and to engage in any operation incidental to and essential to carry out the purposes above mentioned.
4. To solicit funds and donations in kind and from time to time to further the purposes of this corporation.
5. To acquire and receive by purchase, donation or otherwise, any property, real, personal or mixed, and to hold, use and dispose of the same.
6. To borrow money and to issue evidences of indebtedness in furtherance of any or all of the objects of its business; and to secure loans by mortgage, pledge, deed of trust, or other lien.
7. To apply for, obtain and contract with any federal, state, or local government or agency for a direct loan or loans or other financial aid in the form of grants or otherwise relating to the purposes of this corporation.
8. To engage in any kind of activity, and to enter into, perform and carry out contracts of any kind, necessary or in connection with, or incidental to the accomplishment of any one or more of the non-profit purposes of the corporation.
9. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the corporation or any member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in (including the publication or distribution of statement) any political campaign on behalf of any candidate for public office.
10. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be conducted or carried on by and organization exempt from taxation under Section 501(c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

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- 11. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of the such assets not so disposed of shall be disposed of by the Circuit Court of St. Lucie County, Florida in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said script shall determine, which are organized and operated exclusively for such purposes.
- 12. The corporation shall have such powers as are conferred upon it by Chapter 617 of the Laws of the State of Florida, and to exercise those powers in the accomplishment of its objects and purposes.

The By-Laws may impose other conditions of membership from time to time.

**ARTICLE IV**

The manner in which the directors are elected or appointed shall be:

By election every five years or as specified in the by-laws.

**ARTICLE V**

The name and street address of the initial registered agent shall be:

Rufus Burns, 2207 Avenue O, Ft. Pierce, FL 34950

**ARTICLE VI**

The name and street address of the incorporator of these Articles of Incorporation shall be:

- Rufus Burns, 2207 Avenue O, Ft. Pierce, FL 34950
- Robert Delaney 702 SE Breakwater Avenue, Pt. St. Lucie, Florida 34983
- Jacob L. Gallmon, 2200 Juanita Avenue, Ft. Pierce, Florida 34946
- Paul A. Graham, 545 - 32<sup>nd</sup> Avenue S. W., Vero Beach, Florida 32968
- David T. Washington, 2043 Airoso Boulevard, Pt. St. Lucie, Florida 34984

**ARTICLE VII**

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The affairs of the corporation shall be managed by a President, Vice President, Secretary and a Treasurer and such other officers as may from time to time be created by the Board of Directors. The names of the officers and the office they shall hold until the first election shall be:

Rufus Burns—President/Treasurer  
Robert Delancy---Vice President  
Jacob L. Gallmon—Secretary

**ARTICLE VIII**

The members of the Board of Directors shall never be less than three (3) in number. Initially the Board of Directors shall consist of (5) persons whose names and addresses are as follows and who shall serve as Directors until the first election:

Rufus Burns, 2207 Avenue O, Ft. Pierce, FL 34950

Robert Delancy 702 SE Breakwater Avenue, Pt. St. Lucie, Florida 34983

Jacob L. Gallmon, 2200 Juanita Avenue, Ft. Pierce, Florida 34946

Paul Graham, 545 -32<sup>nd</sup> Avenue SW, Vero Beach, Florida 32968

David Washington, 2043 Airoso Boulevard, Pt. St. Lucie, Florida 349484

**ARTICLE IX**

These Articles of Incorporation may be amended by a majority vote of the Board of Directors at any special meeting called for that purpose, after first giving at least ten (10) days written notice of the meeting. Amendments to the Articles of Incorporation shall only be effective from the date of approval in writing by Chairman of the Board.

It is hereby expressly provided that in the determination of whether an individual qualifies and should be thus entitled to membership, the Officers of this Corporation, to abide by the By-Laws shall not discriminate or be applied in any manner which may be contrary to the purposes described in these Articles of Incorporation or which would disqualify this corporation's qualification as an organization exempt from taxation under Section 501 (c) (3) of the Internal Revenue Code.

**ARTICLE X**

The corporation shall have only one class of member. Members shall be entitled to vote as conferred by the by-laws.

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IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation these Articles of Incorporation on this 30th day of October 1998.

Rufus Burns  
Rufus Burns, 2207 Avenue O, Ft. Pierce, FL 34950

Robert Delancy  
Robert Delancy 702 SE Breakwater Avenue, Pt. St. Lucie, Florida 34983

Jacob L. Gallmon  
Jacob L. Gallmon, 2200 Juanita Avenue, Ft. Pierce, Florida 34946

Paul Graham  
Paul Graham, 545 -32nd Avenue SW, Vero Beach, Florida 32968

David T. Washington  
David T. Washington, 2043 Airoso Boulevard, Ft. St. Lucie, Florida 34984

Acknowledged before me on October 30, 1998 by Dr. David Washington who are personally known to me/ produced license

\_\_\_\_\_ as identification, and who executed the foregoing Articles of Incorporation and acknowledge to and before me that they executed this instrument for the purposes therein expressed.

NOTARY PUBLIC-STATE OF FLORIDA

Name Cynthia R. Lee

Commission No: CC526160  
My Commission expires 12/2000

I accept designation as registered agent:

Rufus Burns Date 11-23-98  
Rufus Burns



CYNTHIA R. LEE  
My Comm Exp. 1/22/00  
Bonded By Service Inc  
No. CC526160  
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