

N 9900000 5716

LAW OFFICES

GARRETT & GARRETT

A Professional Association

3314 HENDERSON BLVD. • SUITE 208
TAMPA, FLORIDA 33609-2934

HOWARD L. GARRETT
MARIE GARCIA GARRETT
OF COUNSEL

FILED
99 SEP 23 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE:
(813) 875-7895

September 18, 1999

Department of State
Tallahassee, FL

900002994459--3
-09/23/99--01001--009
*****70.00 *****70.00

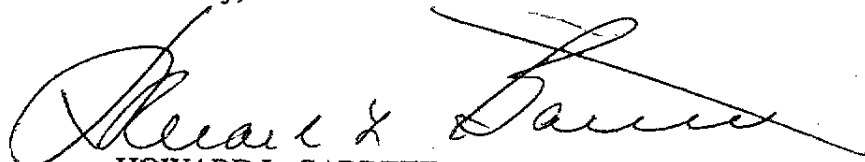
Re: Articles of Incorporation of the Altrusa International of Tampa-Wilma B. Hogan
Foundation, Inc.

Dear Sir or Madam:

I enclose herewith an original and one copy of the Articles of Incorporation and an
original and one copy of the Acceptance of Resident Agent, together with our check in the
amount of \$70.00.

I would appreciate your date stamping the copy and returning it to us with the receipt.

Cordially,


HOWARD L. GARRETT

HLG/sb
Encl.

**ARTICLES OF INCORPORATION
OF THE
ALTRUSA INTERNATIONAL OF TAMPA -
WILMA B. HOGAN FOUNDATION, INC.**

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation, adopt the following Articles of Incorporation for such corporation pursuant to the State of Florida Non-Profit Corporation Act:

99 SEP 23 AM 8:36
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The name of the corporation is ALTRUSA INTERNATIONAL OF TAMPA - WILMA B. HOGAN FOUNDATION, INC.

SECOND: The period of duration is perpetual.

THIRD: The objects and purposes for which the corporation is organized and shall be operated are to make and award, without limitation as to amount to any one recipient or to all recipients, donations, gifts, contributions, scholarships, grants, fellowships, and/or loans from the income, assets, and property of the corporation; to engage in research; to conduct seminars and workshops; to publish materials; to make grants in furtherance of projects of ALTRUSA INTERNATIONAL OF TAMPA - WILMA B. HOGAN FOUNDATION, INC. ("Club"); to provide service for local service projects; to engage in, assist, and contribute to the support of other activities and projects; to engage in fund-raising programs in furtherance of the purposes of the corporation; to dispose of any and all of the corporation's assets and property to or for the benefit of any corporation, organization, fund, or foundation operated exclusively for charitable, educational, literary, or scientific purposes; and the corporation shall be empowered to engage in such other and further means as may be necessary and proper to accomplish the foregoing objects and purposes, not without the scope of the subsequent paragraph hereof.

The corporation is organized and operated exclusively for charitable, education, literary, and scientific purposes within the meaning of sections 170(c)(2)(B), 501(c)(3), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code of 1986. No part of the net earnings of the corporation shall inure to the benefits of or be distributable to its directors, officers, other private individuals, or organizations organized and operated for a profit (except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and contributions if furtherance of the purposes as herein above stated). 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 be empowered to make the election authorized under section 501(h) of the Internal Revenue Code of 1986. The corporation shall not participate in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any provision herein, the corporation shall not carry on any activities not permitted to be carried on —

- (a) by an organization exempt from federal income taxation under section 501(a) of the Internal Revenue Code of 1986 as an organization described in section 501(c)(3) of such Code, and/or

- (b) by an organization, contributions to which are deductible under sections 170(c)(2), 2055(a)(2) or 2522(a)(2) of the Internal Revenue Code of 1986.

FOURTH: To further the corporation's objects and purposes, the corporation shall have and shall exercise all the powers conferred by the State of Florida Non-profit Corporation Act not without the scope of Article THIRD hereof. Without limiting the generality of the foregoing, the corporation shall have the power to sue and to be sued, to own, to take title to, receive and hold, lease, sell and resell, in fee simple or otherwise, property, real personal or mixed, wherever situated or however acquired, without limitation as to amount of value. The corporation shall have authority to encumber property by deed of trust, pledge or otherwise, to borrow money and secure payment of same by lien or liens on the realty or personal property of the corporation; to lease, build, or erect, remodel, repair, construct and/or reconstruct any and all buildings, houses, or other structures necessary, proper or incident to the carrying out of the objects and purposes stated herein. The corporation shall have full powers of management, investment, reinvestment, and the collection of all rents, revenues, issues and profits arising therefrom.

FIFTH: The corporation shall not have members.

SIXTH: The manner of election of the directors and officers of the corporation shall be as provided in the bylaws of the corporation. Once elected, the directors and officers of the corporation shall, prior to assuming office, be subject to such control and/or ratification as may be determined by the governing body of the Club.

SEVENTH: The directors of the corporation shall have full authority, consistent with these articles and the corporation's bylaws, to regulate the internal affairs of the corporation and to establish its policies. On dissolution or final liquidation, the Board of Directors shall, after paying or making provisions for all the lawful debts and liabilities of the corporation, distribute all the assets of the corporation to one or more of the following categories of recipients as the Board of Directors of the corporation shall determined:

- (a) a non-profit organization or organizations, which may have been created to succeed the corporation, as long as such organization or each of such organizations shall then qualify (2) as a governmental unit under section 170(c) of the Internal Revenue Code of 1986 or (2) as an organization exempt from federal income taxation under section 501(a) of such Code as an organization described in sections 170(c)(2) and 501(c)(3) or such Code.
- (b) a non-profit organization or organizations having similar aims and objects as the corporation and which may be selected as an appropriate recipient of such assets, as long as such organization or each of such organizations shall then qualify (1) as a governmental unit under 170(c) or the Internal Revenue Code of 1986 or (2) as an organization exempt from federal

income taxation under section 501(a) of such Code as an organization described in sections 170(c)(2) and 501(c)(3) of such Code.

EIGHTH: References herein to sections of the Internal Revenue Code of 1986 as amended, are to provisions of such Code as those provisions are now enacted to corresponding provisions of any future United States internal revenue law.

NINTH: The address of the principal office of the corporation is Suite 208, 3314 Henderson Boulevard, Tampa, FL 33609-2934, and the name of its initial registered agent at such address is Marie G. Garrett who is a resident of the State of Florida.

TENTH: The number of directors constituting the initial Directors of the corporation is five and the names and addresses of the persons who are to serve as the initial directors until the first annual meeting or until their successors be elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Marie G. Garrett	651 Riviera Drive, Tampa, FL 33606
Eileen Hines	9720 Cypress Pond Ave., Tampa, FL 33644
Jean Smolek	208 Greencastle, Temple Terrace, FL 33617
Edith H. Francis	3909 W. Dale Avenue, Tampa, FL 33609
Anna Mary Engle	18930 Crescent Rd., Odessa, FL 33556

ELEVENTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Marie G. Garrett	651 Riviera Drive, Tampa, FL 33606
Eileen Hines	9720 Cypress Pond Ave., Tampa, FL 33644
Jean Smolek	208 Greencastle, Temple Terrace, FL 33617
Edith H. Francis	3909 W. Dale Avenue, Tampa, FL 33609
Anna Mary Engle	18930 Crescent Rd., Odessa, FL 33556

IN WITNESS WHEREOF the incorporators have executed the foregoing Articles of

Incorporation this 18th day of September, 1999.

Marie G. Garrett
MARIE G. GARRETT

Eileen Hines
EILEEN HINES

Jean Smolek
JEAN SMOLEK

Edith H. Francis
EDITH H. FRANCIS

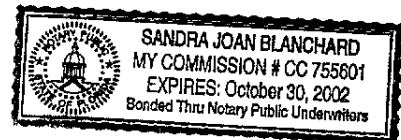
Anna Mary Engle
ANNA MARY ENGLE

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I, Sandra Joan Blanchard, a Notary Public, hereby certify that the 18th day of September, 1999, personally appeared before me Marie G. Garrett, who signed the foregoing document as an incorporator, and that the statements contained therein are true.

Sandra Joan Blanchard
NOTARY PUBLIC



ACCEPTANCE OF RESIDENT AGENT

Having been named to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of the Act relative to keeping open said office.

Marie G. Garrett
MARIE G. GARRETT

FILED
99 SEP 23 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA