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N98000007088

December 11, 1998

BY FEDERAL EXPRESS

Attention: New Filings
Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-12/14/98-01130--010
*****70.00 *****70.00

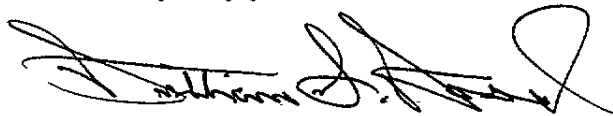
Re: Lake Worth High School Alumni Foundation, Inc.

Dear Sir/Madam:

Please find enclosed Articles of Incorporation of Lake Worth High School Alumni Foundation, Inc., a Florida corporation not for profit. Kindly file same. I have enclosed my check in the amount of \$70.00 representing \$35.00 filing fee and \$35.00 Designation of Registered Agent.

Any expediency would be appreciated as there is an immediate need to file with the taxing authority. Thank you for your cooperation.

Very truly yours,



William S. Wood

WSW/smc
Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 14 PM 1:26

B. BROWN DEC 15 1998

ARTICLES OF INCORPORATION
OF
LAKE WORTH HIGH SCHOOL ALUMNI FOUNDATION, INC.
A Florida Corporation Not for Profit

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 14 PM 1:26

The undersigned incorporators to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, do hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and do hereby submit the following articles of incorporation of the corporation hereby organized.

**Article I.
Name**

The name of this organization shall be the Lake Worth High School Alumni Foundation, Inc.

**Article II.
Enabling Law**

This corporation is organized pursuant to the Corporations Not for Profit Law of the State of Florida, set forth in Part One of Chapter 617 of the Florida Statutes.

**Article III.
Purposes and Objects**

The said corporation is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

In accordance with such purposes the corporation is authorized to receive, by gift, grant, devise, or bequest, or to acquire, by purchase or otherwise, properties, real, personal and mixed, of whatsoever character and wheresoever situate, and to administer the same and make grants of principal or income therefrom to Lake Worth High School, Lake Worth, Florida and other nonprofit corporations organized under the laws of this state which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; to provide funds for the general benefit of students at Lake Worth High School and scholarships and grants to worthy students; to provide additional resources to supplement the cause of education at Lake Worth High School; to supplement adequate and competently trained faculties and administration; to provide for the improvement of teaching at Lake Worth High School, in the form of grants in aid, for research, instruction equipment, building and all other facilities to supplement education at Lake Worth High School.

The corporation shall have no capital stock and shall not be conducted for pecuniary profit.

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**Article IV.
Duration**

This corporation shall have perpetual existence.

**Article V.
Incorporators**

The names and residences of the incorporators to these Articles of Incorporation are as follows:

Dennis M. Dorsey
171 Lucina Drive,
Hypoluxo, FL 33462

Al Elam
450 Inglewood Drive,
Palm Springs, FL 33461

Patricia Mandigo
637 Cashiers Drive,
West Palm Beach, FL 33413

Ron Finch
413 Muirfield Drive,
Atlantis, FL 33462

William S. Wood
#4 E. Riverside Drive,
Jupiter, FL 33469

**Article VI.
Membership**

General Membership - The corporation membership includes any person who graduated from or attended Lake Worth High School since its founding in 1922 and friends of LakeWorth High School who have paid their dues and are in good standing with the corporation. Members have a right to attend semi-annual meetings, vote for directors and have a vote and a right to participate in the activities of the corporation. The corporation By-Laws may specify additional classes of membership within the General Membership

**Article VII.
Officers**

Section A. The officers of this corporation shall be a president, vice president, secretary and treasurer.

Section B. No person shall be eligible to hold office in this corporation unless he/she is a general member in good standing.

Section C. The officers who have been elected to serve until the completion of the mid-year meeting under the Articles of Incorporation are as follows:

Dennis Dorsey, President
171 Lucina Drive,
Hypoluxo, FL 33462

Al Elam, Vice President
450 Inglewood Drive,
Palm Springs, FL 33461

Patricia Mandigo, Secretary
637 Cashiers Drive
West Palm Beach, FL. 33413

Ron Finch, Treasurer
413 Muirfield Drive,
Atlantis, FL 33462

**Article VIII.
Board of Directors**

Section A. The members of the Initial Board of Directors shall be the president, the vice president, the secretary and the treasurer.

Section B. The Board of Directors of the corporation shall consist of the officers. The method of election of directors shall be stated in the bylaws.

Article IX.
Parliamentary Procedure

Except as otherwise specifically provided in these Articles of Incorporation and the corporate By-Laws, all questions of order or procedure with respect to any meeting or action of this corporation, its Board of Directors or any committee shall be determined in accordance with Roberts Rules of Order Newly Revised, as revised from time to time.

Article X.
Principal Office and Identification of Registered Agent

The County in the State of Florida where the principal office of this corporation is to be located is the County of Palm Beach.

The name and address of the corporation's registered agent is:

David D. Cantley, Principal of Lake Worth High School, 1701 Lake Worth Rd.,
Lake Worth, FL 33460.

The principal office address and mailing address is:

Lake Worth High School Alumni Foundation, Inc., 1701 Lake Worth Rd., Lake Worth,
FL 33460.

Article XI.
By-Laws

By-Laws will be hereinafter adopted by the first meeting of the Board of Directors. The By-Laws may be altered or rescinded, in whole or in part, by a two-thirds (2/3) vote of the General Members present in person or by proxy of the General Membership, regular or special, provided written notice of the proposed change shall be given to the General Members at least two (2) weeks and no more than thirty (30) days prior to the meeting.

Article XII.
Amendments

Section A. These Articles of Incorporation may be amended at any regular or special meeting of this corporation, at which a quorum is present, in person or by proxy, by the affirmative vote of two-thirds (2/3) of the General Members present in person or by proxy; provided the Board has previously considered the merits of the amendments.

Section B. No amendment shall be put to vote, unless written notice thereof, stating the proposed amendment, shall have been mailed or delivered personally to each General Member of the corporation at least two (2) weeks and not more than thirty (30) days prior to the meeting at which the vote on the proposed amendment is to be taken.

Article XIII.

Prohibited Distributions and Activities

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 Third 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 in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to 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 the 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 the corresponding section of any future federal tax code.

Article XIV.

Distribution of Assets upon Dissolution

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 the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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

THE UNDERSIGNED constituting the subscribers of this Corporation, for the purpose of forming this corporation not for profit under the laws of the State of Florida,

19 98

Dennis Dorsey
171 Lucina Drive,
Hypoluxo, FL 33462

Al Elam
450 Inglewood Drive,
Palm Springs, FL 33461

Ron Finch
413 Muirfield Drive,
Atlantis, FL 33462

Patricia Mandigo
637 Cashiers Drive
West Palm Beach, FL 33413

William S. Wood
#4 East Riverside Drive
Jupiter, FL 33469

STATE OF FLORIDA)
) Ss
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned officer, this day personally appeared **DENNIS DORSEY, AL ELAM, PATRICIA MANDIGO, RON FINCH**, and **WILLIAM S. WOOD**, to me well known, or who have produced driver's licenses as identification, and well known to me to be the persons described in and who subscribed their names to the foregoing Articles of Incorporation and they acknowledged before me that they acknowledged said Articles of Incorporation for the uses and purposes herein expressed. No oath was taken.

WITNESS my hand and official seal at the County and State aforesaid on this

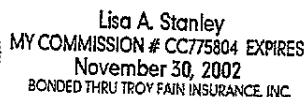
11th day of December, 1998

Notary Public, State of Florida at Large.

My Commission Expires: 11-30-2002

Commission Number: CC775804

(Notary Seal)



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED**

IN COMPLIANCE WITH SECTION 617.0501, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST: THAT LAKE WORTH HIGH SCHOOL ALUMNI FOUNDATION, INC.,
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT LAKE WORTH, PALM
BEACH COUNTY, STATE OF FLORIDA, HAS NAMED DAVID D. CANTLEY,
PRINCIPAL OF LAKE WORTH HIGH SCHOOL, LOCATED AT 1701 LAKE WORTH
ROAD, LAKE WORTH, FL 33460, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.

DATED THIS 11th DAY OF December, 19 98.

Dennis Dorsey (SEAL)
DENNIS DORSEY, PRESIDENT

SECOND: HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR
THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.



Lisa A. Stanley
MY COMMISSION # CC775804 EXPIRES
November 30, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

David D. Cantley (SEAL)

DAVID D. CANTLEY
RESIDENT AGENT

DATE: 12-11-98

FILED
STATE
DIVISION OF CORPORATIONS
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