

WILLIAM J. NIELANDER, P.A.
ATTORNEY AT LAW

WILLIAM J. NIELANDER

PLEASE REPLY TO

LAKE PLACID OFFICE ☒

SEBRING OFFICE ☐

116 E. INTERLAKE BLVD.
SUITE 101
LAKE PLACID, FL 33852
941-465-8181
FAX - 941-465-5614

160 S. COMMERCE AVE.
SEBRING, FL 33870
941-385-0303
FAX - 941-385-4627

February 18, 2003

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Florida Department of State
Division of Corporations
ATTN: NEW FILINGS SECTION
P.O. Box 6327
Tallahassee, FL 32314

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-02/21/00--01133--019
*****70.00 *****70.00

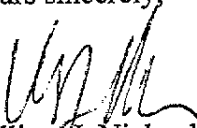
Re: The Venus Christian Youth Association, Inc.

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation. Please file the original in your office, and return one (1) copy to me. I am including my check in the amount of \$70.00 to cover the filing fee.

Thank you for your kind assistance.

Yours sincerely,


William J. Nielander

WJN/dj

Enclosures

cc: Mr. Daniel G. Clark

FILED
00 FEB 21 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE VENUS CHRISTIAN YOUTH ASSOCIATION, INC.
(A Non-Profit Corporation)

FILED
00 FEB 21 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a non-profit corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: THE VENUS CHRISTIAN YOUTH ASSOCIATION, INC.

ARTICLE II. PURPOSES

The purposes of the corporation are to be formed for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. The corporation is constituted so as to attract support from contributions, directly or indirectly, from a representative number of persons in the area in which it operates and has not been formed for pecuniary profit or financial gain, and no part of the assets, income or profit of the corporation is distributable to, or inures to the benefit of, its directors or officers. The purpose is to educate and assist in the training of youth. 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 any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this certificate, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III. POWERS

For such purposes, and operating without profit, and in the manner herein stated, unless otherwise provided in the Bylaws, the corporation shall have the power to:

- (a) Have succession by its corporate name for the period set forth in its Articles of Incorporation.
- (b) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
- (c) Adopt, use, and alter a common corporate seal. However, such seal must always contain the words, "corporation not for profit."
- (d) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.
- (e) Adopt, change, amend, and repeal Bylaws, not inconsistent with law or its Articles of Incorporation, for the administration of the affairs of the corporation

- and the exercise of its corporate powers.
- (f) Increase, by a vote of its members cast as the Bylaws may direct, the number of its directors so that the number shall not be less than three but may be any number of in excess thereof.
 - (g) Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its property, franchises, or income.
 - (h) Conduct its affairs, carry on its operations, and have offices and exercise the powers set forth in this article in any state, territory, district, or possession of the United States or any foreign country, to the extent that such purposes are not forbidden by the law of such place.
 - (i) Purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated. Provided further, that:
 - (1) Assets or property held in trust for the corporation or by the corporation for its corporate purposes as herein stated shall be segregated and identified as being so held, and shall not be held without disclosure of the fiduciary capacity in which they are held.
 - (2) The corporation shall not engage in any transaction prohibited by Section 593(c) of the United States Internal Revenue Code as now enacted or as it may hereafter be amended.
 - (3) The corporation shall not apply accumulation of income in any manner which may subject it to denial of exemption as provided in Section 504 of the United States Internal Revenue Code as now enacted, or as it may hereafter be amended.
 - (j) Acquire, enjoy, utilize, and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein.
 - (k) Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.
 - (l) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of and otherwise use and deal in and with, shares and other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.
 - (m) Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds loaned or invested, except as prohibited by §617.0833.
 - (n) Make donations for the public welfare or for religious, charitable, scientific, educational, or other similar purposes.
 - (o) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.
 - (p) Merge with other corporations both for profit and not for profit, domestic and foreign, if the surviving corporation is a corporation not for profit.
 - (q) The purposes or powers set forth in this article are not in limitation of the general powers conferred by non-profit corporation law of Florida.

ARTICLE III. MEMBERS

Membership shall be open to all persons interested in the work of the corporation and who have been approved by the Board of Directors and who have paid the established dues.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. ADDRESS

The street address of the corporation in the State of Florida is 210 Quail Run, Venus, Florida 33960. The Board of Directors may from time to time move the principal office to any other address in Florida, and may establish branch offices in such other place or places as may be designated by the Board of Directors.

ARTICLE VI. OFFICERS AND DIRECTORS

The affairs of the corporation are to be managed by a Chairman, Vice-Chairman, Secretary, Treasurer, and a Board of not less than three (3), more than five (5) Directors, and by such other officers of the corporation as the corporation may hereafter see fit to name and designate, or as may be provided in the Bylaws. The Officers and Directors shall be elected at the annual meeting of the members of THE VENUS CHRISTIAN YOUTH ASSOCIATION, INC., and hold office in accordance with the Bylaws. Officers and Directors who are to manage the affairs of this corporation until the first election under the charter shall be as follows:

Joe Hatch
C.R. 731
Venus, FL 33960

Frank Youngman
2832 C.R. 731
Venus, FL 33960

Daniel G. Clark
210 Quail Run
Venus, FL 33960

ARTICLE VIII. SUBSCRIBERS

The names and street addresses of each subscriber to these Articles of Incorporation are:

NAME	ADDRESS
Joe Hatch	C.R. 731 Venus, FL 33960

Frank Youngman

2832 C.R. 731
Venus, FL 33960

Daniel G. Clark

210 Quail Run
Venus, FL 33960

The subscribers of these Articles of Incorporation hereby assign to this corporation their rights under Section 617, Florida Statutes, to constitute a corporation.

ARTICLE IX. AMENDMENT OF
ARTICLES OF INCORPORATION AND BYLAWS

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation or in the Bylaws in the manner now or hereafter prescribed by law. Each amendment and the initial Bylaws must be approved by a majority of the members entitled to vote thereon.

ARTICLE XI. NON-PROFIT CHARACTER

This corporation is one which does not contemplate pecuniary gain or profit to the members, directors or officers. Upon dissolution of the corporation all corporate assets remaining after payment of all liabilities shall be distributed to charitable, religious, scientific, literary or educational organizations.

ARTICLE XII. REGISTERED OFFICE
AND REGISTERED AGENT

The corporation hereby designates as its registered office [address], and its Registered Agent, William J. Nielander, Esq. who is located at 116 E. Interlake Boulevard, Lake Placid, FL 33852, for service of process.

IN WITNESS WHEREOF, we, the undersigned subscribers, have hereunto set our hands and seals this day of February, 2000, for the purpose of forming this non-profit corporation under the laws of the State of Florida, and we hereby make and file in the office of the Secretary of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.


Joe Hatch


Frank Youngman


Daniel G. Clark

STATE OF FLORIDA
COUNTY OF HIGHLANDS

THE FOREGOING INSTRUMENT was acknowledged before me this 15 day of February, 2000, by Joe Hatch, Frank Youngman, and Daniel G. Clark, who are personally known to me or who produced their _____ as identification.



Sue B Clark
My Commission CC811002
Expires February 21 2003

(SEAL)

Sue B. Clark
Notary Public, State of Florida at Large

ACCEPTANCE OF REGISTERED AGENT

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

[Signature]
Registered Agent

FILED
00 FEB 21 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA