

NO00000002560

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-04/12/00--01068--009
*****78.75 *****78.75

SUBJECT: KIWANIS CLUB OF BRONSON, FLORIDA INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Patricia L. Galyean, Sec.
Name (Printed or typed)

P. O. Box 1567
Address

Bronson, FL 32621
City, State & Zip

352/486-5269
Daytime Telephone number

FILED
00 APR 12 PM 4: 07
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
KIWANIS CLUB OF BRONSON, FLORIDA, INC.

FILED
00 APR 12 PM 4:07
TALLAHASSEE, FLORIDA

We, the undersigned, for the purpose of organizing a corporation, not for profit, under the laws of the State of Florida, do make, subscribe, acknowledge and tender to the office of the Secretary of State of Florida, for its approval, the following Articles of Incorporation.

ARTICLE I

Name

The name of this corporation shall be KIWANIS CLUB OF BRONSON, FLORIDA, INC.

Its mailing address shall be: P. O. Box 1567, Bronson, Florida, 32621.

ARTICLE II

Purpose

The purposes for which the corporation is organized are as follows:

1. To give primacy to the human and spiritual rather than to the material values of life.
2. To encourage the daily living of the Golden Rule in all human relationships.
3. To promote the adoption and the application of higher social, business, and professional standards.
4. To develop, by precept and example, a more intelligent, aggressive, and serviceable citizenship.
5. To provide through this club, a practical means to form enduring friendships, to render altruistic service, and to build better communities.
6. To cooperate in creating and maintaining that sound public opinion and high idealism which make possible the increase of righteousness, justice, patriotism, and good will.

7. For the purposes aforesaid, to take over the assets, rights and franchises of the unincorporated club, known as the Kiwanis Club of Bronson, and its members.
8. To do all such things as are incidental or conducive to the attainment of the above objects.

ARTICLE III

Membership

The members of the corporation shall be any persons, elected by the membership in accordance with the By-Laws. Membership shall consist of five classes: Active, Reserve, Privileged, Senior and Honorary. By-Laws shall prescribe the rights and duties of each class of membership.

ARTICLE IV

Term

This corporation shall have perpetual existence.

ARTICLE V

Subscribers

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

| | |
|---------------------|---|
| William Gesdorf | 9661 NW 110 th Cir. Chiefland, FL 32626 |
| Michael Velez | P. O. Box 1536 Bronson, FL 32621 |
| Frederick S. McKeon | 12391 NE 86 th St. Bronson, FL 32621 |
| Patricia L. Galyean | P. O. Box 425 c/o 355 S. Court Street (street address for service) |
| RESIDENT AGENT | Bronson, FL 32621 |

ARTICLE VI

Officers

The affairs of this corporation shall be managed by the following officers and directors:

President, President-Elect, Vice-President, Secretary, Treasurer, Immediate Past President and six directors.

The offices of Secretary and Treasurer may be held by the same person.

The election of officers and directors shall be held at the annual meeting. Voting shall be by ballot, and shall not be cumulative. Only active, privileged and senior members presented and in good standing may vote. There shall be no voting by proxy or absentee ballot.

At a regular meeting at least five weeks prior to the annual meeting, the President shall appoint a Nominating Committee. The committee shall consist of not less than five (5) members and, if possible a majority shall be Past Presidents. The President shall designate the chairman of this committee. The duties of this committee shall be to make nominations, with the consent of those nominated, and to prepare a ballot for the election of such officers and directors.

At least two weeks before the annual meeting, the Nominating Committee shall submit:

- a. The President-elect as its sole nominee for the office of President;
- b. a list of nominees not exceeding two in number for each office to be filled; and
- c. a list of nominees not exceeding the number of directors to be elected, plus three (3).

At least one week before the annual meeting, at a regular meeting of the club, nominations from the floor may be made for any office, and when so made, together with the list submitted by the Nominating Committee, shall then be the list of nominees submitted for an election of officers and directors.

The President shall appoint an Elections Committee consisting of not more than seven members. The duties of this committee shall be to distribute, collect, and count the ballots and report the results to the President, who shall announce them. A majority of all votes cast shall be necessary to elect any officer. If any ballot does not have a majority for a nominee for any office, the President shall immediately designate a time and place for further balloting for such office. Prior to the second ballot, the nominee having the lowest vote on the first ballot shall be dropped; and in each ballot, the same procedure shall be followed until one nominee shall have received a majority of all votes cast.

If the names of more than the number of directors to be elected are placed in nomination, the individuals who receive the highest number of votes up to the number to be elected shall be declared elected.

ARTICLE VII

The Board of Directors shall consist of twelve persons, and shall be made up of those Directors and Officers set forth in the above Article VI. Each director shall be an active, senior or privileged member in good standing. The directors shall enter upon their official duties on the first day of October of each year and shall serve for a term of two(2) years or until their successors shall be duly elected and qualified. To ensure continuity on the Board of Directors, one and two-year terms are required in the initial election. The names and addresses of the persons who are to serve as officers and directors of this corporation until the first election under these Articles are as follows:

| <u>Name</u> | <u>Office</u> | <u>Address</u> |
|-----------------|-----------------|---|
| William Gesdorf | President | 9661 NW 110th Cir. Chiefland, FL 32626 |
| Michael Velez | President Elect | P. O. Box 1536 Bronson, FL 32621 |

| <u>Name</u> | <u>Office</u> | <u>Address</u> |
|------------------------|-----------------------------|---|
| Frederick S. McKeon | Vice-President | 12391 NE 86th St. Bronson, FL 32621 |
| Patricia L. Galyean | Secretary | P. O. Box 425 Bronson, FL 32621 |
| Wilma C. Robbins | Treasurer | 51 Peace Drive Bronson, FL 32621 |
| Spencer Miller | Immediate Past President | P. O. Box 519 Bronson, FL 32621 |
| Richard LeGrand | Director (one-year) | P. O. Box 1435 Bronson, FL 32621 |
| Clifton V. Norris, Jr. | Director (one-year) | 6050 NE 87th Terr. Bronson, FL 32621-5550 |
| George Lambka | Director (one-year) | 11950 SE 30 th St. Morrison, FL 32668 |
| Francis Akins | Director (two-year) | P. O. Box 277 Bronson, FL 32621 |
| C. W. Gilbert | Director (two-year) | P. O. Box 147 Bronson, FL 32621 |
| Johnny Smith | Director (two-year) | P. O. Box 1065 Bronson, FL 32621 |

ARTICLE VIII

By-Laws and Amendments

The By-Laws are to be originally made and may thereafter be altered or rescinded, if in conformity with the Constitution and By-laws of Kiwanis International, by a two-thirds vote of the active, privileged and senior members present at a meeting of the club, provided written notice of the

proposed amendment shall have been given to the members at least two weeks prior to the meeting.

There shall be no voting by proxy or absentee ballot.

ARTICLE IX

Amendments to Articles

Amendments to these Articles of Incorporation may be proposed and adopted in the same manner as the By-Laws are amended, as recited in Article VIII above.

ARTICLE X

This organization hereby specifically acknowledges and agrees that it is affiliated with Kiwanis International and intends to continue such affiliation, and that it and its members will at all times recognize, abide by, and observe as effectively binding upon itself and its members the Constitution and By-Laws of Kiwanis International, now in force, or as hereafter amended, and that it will from time to time, upon request of Kiwanis International, amend its bylaws to conform to those of Kiwanis International, and further covenants and agrees whenever required, will dissolve or change its form of organization, and no amendments to the Articles of Incorporation or change in the purpose of the club will be made without the consent of Kiwanis International.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 31st day of
January, 2000.

William Gesdorf
William Gesdorf

Michael M. Velez
Michael Velez

Frederick S. McKeon
Frederick S. McKeon

Patricia L. Galyean
Patricia L. Galyean, Resident Agent

State of Florida

County of Levy

I hereby certify that on this day, before me, a notary public duly authorized in the State and County above named to take acknowledgments, personally appeared WILLIAM GESDORF, MICHAEL VELEZ and FREDERICK S. McKEON, and PATRICIA L. GALYEAN, personally known to me to be the persons described as Subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledge before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 31st day of January, 2000.

Patricia Ann Ross
Notary Public



FILED
00 APR 12 PM 4:07
TALLAHASSEE, FLORIDA