

# ATTORNEYS' TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

850-222-2785

City/St/Zip

Phone #

## CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- DELRAY BEACH VILLAGE FOUNDATION, INC.

2-

3-

4-

0000003214700-1

-04/19/00--01045--023

\*\*\*\*\*78.75

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 APR 19 PM 1:48

FILED

☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

### NEW FILINGS

<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

### AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

### OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

### REGISTRATION/QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 APR 19 AM 11:32

RECEIVED

Examiner's Initials

T.SMITH APR 19 2000

**ARTICLES OF INCORPORATION  
OF  
DELRAY BEACH VILLAGE FOUNDATION, INC.**

FILED  
00 APR 19 PM 1:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

**Name of Corporation**

The name of this Corporation shall be DELRAY BEACH VILLAGE FOUNDATION, INC. (hereinafter the "Corporation"). The principal office and mailing address of the Corporation will be 141 S.W. 12th Avenue, Delray Beach, Florida 33444.

**ARTICLE II**

**Purposes**

The purposes for which this Corporation are organized are exclusively charitable, scientific, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any future United States Internal Revenue Law.

**ARTICLE III**

**Prohibited Activities**

No dividend shall be paid, and no part of the income of this Corporation shall be distributed to its directors, officers or committee members, except that this Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to its directors,

officers and committee members and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

No substantial part of the activities of this Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and this Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or any other corresponding provisions of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or any other corresponding provisions of any future United States Internal Revenue Law.

#### **ARTICLE IV**

##### **Membership**

The sole member of this Corporation shall MAD DADS of Greater Delray Beach, Inc. or its successor.

#### **ARTICLE V**

##### **Corporate Duration**

This Corporation shall have perpetual existence unless sooner dissolved by law.

## **ARTICLE VI**

### **Initial Registered Office and Agent**

The street address of the initial registered office of this Corporation is 101 S.E. 6th Avenue, Suite B, Delray Beach, Florida 33483, and the name of the initial registered agent of this Corporation located at such address is Phillip Michael Manning, Jr.

## **ARTICLE VII**

### **Board of Directors**

This Corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation, who shall serve until their successors are elected or appointed and have qualified pursuant to the Bylaws of this Corporation, are:

Art Kobacker	17963 Lake Estates Drive Boca Raton, Florida 33496
Charles Ridley	141 S.W. 12th Avenue Delray Beach, Florida 33444
Thomas Siccone	2987 Needham Court Delray Beach, Florida 33444

## **ARTICLE VIII**

### **Bylaws**

The Bylaws of this Corporation may be made, altered, amended or rescinded at any meeting of the Board of Directors of this Corporation by the affirmative vote of a majority of the Directors present at any such meeting.

## **ARTICLE IX**

### **Amendment to Articles of Incorporation**

These Articles of Incorporation may be amended at any meeting of the Board of Directors of this Corporation by the affirmative vote of a majority of the Directors present at any such meeting.

## **ARTICLE X**

### **Dissolution**

In the event of dissolution, any residual assets of this Corporation will be distributed for one or more exempt purposes or purposes specified in Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding sections of any future Internal Revenue law of the United States.

## **ARTICLE XI**

### **Incorporator**

The name and address of the incorporator of this Corporation is: Phillip Michael Manning, Jr., 101 S.E. 6th Avenue, Suite B, Delray Beach, Florida 33483.

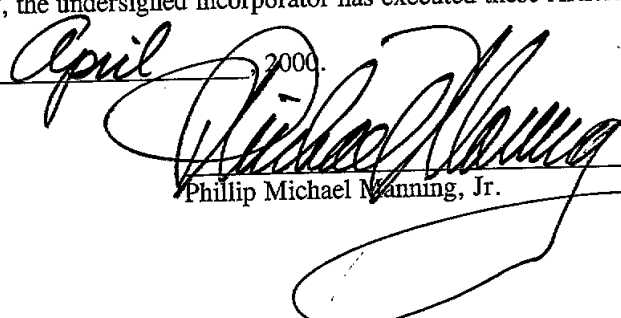
## **ARTICLE XII**

### **Indemnification**

This Corporation shall have the power, to the fullest extent permitted by the provisions of the *Florida Statutes*, Section 617.0831, as the same may be amended and supplemented, to indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any rights to which those indemnified may be entitled under any by-laws, agreement, vote of members or

disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 11<sup>th</sup> day of April, 2000.

  
Philip Michael Manning, Jr.

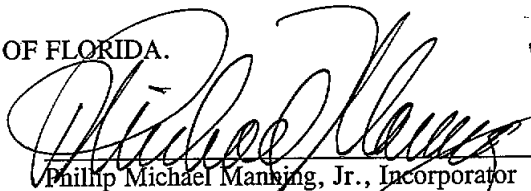
**CERTIFICATE DESIGNATING REGISTERED OFFICE**

**FOR THE SERVICE OF PROCESS WITHIN FLORIDA,**

**NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT DELRAY BEACH VILLAGE FOUNDATION, INC., DESIRING TO ORGANIZE OR QUALIFY AS A CORPORATION NOT FOR PROFIT UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS INITIAL REGISTERED OFFICES AT 141 S.W. 12TH AVENUE, DELRAY BEACH, FLORIDA 33444, HAS NAMED PHILLIP MICHAEL MANNING, JR., LOCATED AT 101 S.E. 6TH AVENUE, SUITE B, DELRAY BEACH, FLORIDA 33483, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE CORPORATION WITHIN THE STATE OF FLORIDA.

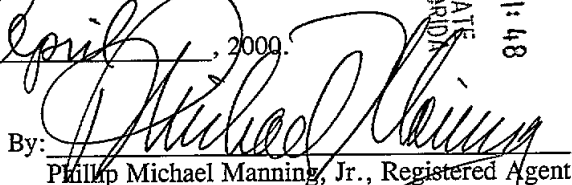
  
Phillip Michael Manning, Jr., Incorporator

4/11/2000

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept the responsibility to act in this capacity and agree to comply with the provisions of Florida Statutes relative to keeping open said office and further accept the duties and obligations of Section 617.0503, Florida Statutes.

DATED this 11<sup>th</sup> day of April, 2000.

By:   
Phillip Michael Manning, Jr., Registered Agent

FILED  
00 APR 11 1:48 PM  
STATE OF FLORIDA  
TALLAHASSEE