

# N O E O O O O O O O 4353

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EFFECTIVE DATE  
6-20-00

June 26, 2000

- \* Board Certified Wills, Trusts and Estates
- Board Certified Business Bankruptcy—  
American Board of Certification
- ° Board Certified Civil Trial
- + Board Certified Business Litigation
- Board Certified Real Estate
- △ Certified Circuit Court Mediator
- ▲ Certified Mediator—Bankruptcy,  
Circuit and Federal Courts

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## BY FEDERAL EXPRESS

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

Re: Filing of Articles of Incorporation for  
YMCA Children's Services, Inc.  
Our File No. 583801

Dear Sir or Madam:

Enclosed are the Articles of Incorporation for YMCA Children's Services, Inc., together with a certificate designating place of business or domicile for service of process within Florida, naming agent upon whom service may be made. We enclose a check in the amount of \$122.50 to cover the following fees:

Fee for filing Articles of Incorporation	\$ 35.00
Fee for filing Certificate Designating Registered Agent	35.00
Fee for certified copy of Articles of Incorporation	<u>52.50</u>

\$122.50

Sharon Ford GAVE  
AUTHORIZATION BY PHONE TOTAL  
CORRECT ART IF add effective date  
DATE 6/29  
DOC. EXAM SLR

S. Thompson JUN 29 2000

Corporate Records Bureau

June 21, 2000

Page 2

In accordance with F.S. 607.0203(1), the corporation began its existence on June 6, 2000, when the Articles were subscribed. I understand that you will file the Articles within five (5) days from that date, in compliance with that statute.

Please forward the Certificate of Incorporation and a certified copy of the Articles of Incorporation to this office. Thank you for your cooperation in this matter.

Sincerely,

A handwritten signature in black ink, appearing to read 'SDF', is written above the name Sharon D. Ford.

Sharon D. Ford

Enclosures

F:\DATA\WP\WPCENTER\BRENDA\FORMS\SECSTLTR.WPD

EFFECTIVE DATE  
6-20-00

FILED  
00 JUN 27 PM 3:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

OF

### YMCA CHILDREN'S SERVICES, INC. (A Corporation Not For Profit)

I, the undersigned, for the purpose of forming a corporation for charitable and philanthropic purposes under Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation:

#### Article I. Name and Principal Office

The name of this corporation shall be YMCA Children's Services, Inc., and it shall have a principal address at 110 East Oak Avenue, Tampa, Florida 33602.

#### Article II. Term of Existence

This corporation shall exist perpetually, commencing on the date these Articles are filed with the Florida Secretary of State. The effective date of the corporation shall be June 20, 2000.

#### Article III. Purpose

This corporation is formed exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as that section may from time to time be amended, and, to that end, to do the following:

- a. Put Judeo/Christian principles into practice by providing programs that build spirit, mind and body for all.
- b. To the extent permitted by law to exercise its rights, power and privileges, to hold meetings of its board of directors, to have one or more officers and to keep the books of the corporation.
- c. To do any and all lawful acts and things, alone or in cooperation with other persons or organizations, which may be necessary, useful, suitable or proper for the furtherance, accomplishment, or attainment of any or all of the purposes or powers of the corporation.

#### **Article IV. Powers**

Subject to the provisions of Article III, this corporation shall have all powers conferred by the laws of the State of Florida upon not for profit corporations.

#### **Article V. Membership**

The member of this corporation shall be the Tampa Metropolitan Area YMCA.

#### **Article VI. Registered Office and Registered Agent**

The initial registered agent, and the street address of the initial registered office, shall be Charles F. Ketchey, Jr., Suite 1900, 100 North Tampa Street, Tampa, Florida 33602.

#### **Article VII. Board of Directors**

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall initially have three (3) directors. The directors shall be elected as provided in this corporation's Bylaws.

Section 2. The names and addresses of the persons who shall serve as initial directors are as follows:

<u>Name</u>	<u>Address</u>
Robert Henry Buesing	161 Baltic Circle Tampa, Florida 33606
Virginia Bailey Johnson	85 Ladoga Avenue Tampa, Florida 33606
Martha Wetherington Myers	3340 Crenshaw Lake Road Lutz, Florida 33549

Section 3. The term of service of each director shall be one year.

Section 4. The number of directors may be changed from time to time, by amendment to the Bylaws, but shall never be fewer than three.

### **Article VIII. Bylaws**

Section 1. The power to adopt Bylaws for this corporation, to alter, amend, or repeal said Bylaws, and to adopt new Bylaws shall be vested in the Board of Directors of this corporation.

Section 2. The Bylaws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided that the Bylaws are not inconsistent with the provisions of these Articles of Incorporation or contrary to the laws of the State of Florida or of the United States.

### **Article IX. Incorporator**

The name and address of the incorporator is Robert B. Gilbertson, Jr., 110 East Oak Avenue, Tampa, Florida 33602.

### **Article X. Use of Income**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any member, officer, director, or other private individual (except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to make payments and distributions in furtherance of the corporation and reimburse individuals for reasonable expenses incurred for the benefit of the corporation), and no member, director, officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

### **Article XI. Prohibited Activities**

Notwithstanding any other provision in these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as that Section may from time to time be amended.

**Article XII. Dissolution**

Upon dissolution of this corporation, all of its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or as that Section may from time to time be amended, or shall be distributed to the federal government, or to a state or local government, for a public purpose, and none of the assets will be distributed to any member, officer, or director of this corporation.

**Article XIII. Non-Stock Basis**

This corporation is organized upon a non-stock basis.

IN WITNESS WHEREOF, the undersigned subscribing incorporator has hereunto set his hand and seal on June 6<sup>th</sup>, 2000, for the purpose of forming this corporation not for profit under the laws of the State of Florida.



(SEAL)

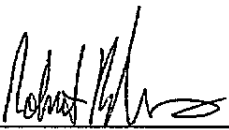
Robert B. Gilbertson, Jr.

**CERTIFICATE DESIGNATING REGISTERED AGENT**

In compliance with Sections 48.091 and 617.0501, Florida Statutes, the following is submitted:

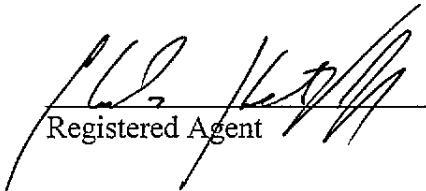
That YMCA Children's Services, Inc., desiring to organize under the laws of the State of Florida, has named Charles F. Ketchey, Jr., Suite 1900, 100 N. Tampa Street, Tampa, FL 33602, as its agent to accept service of process within the State of Florida.

DATED this 6<sup>th</sup> day of June, 2000.

By:   
Robert B. Gilbertson, Jr.,  
Its Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above named corporation at a place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, and all other statutes relative to the proper and complete performance of my duties as registered agent.

  
Registered Agent