

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JUL 25 PM 12: 01

N02000005678

Character Council of Palm Beach
County, Inc.

800006589998--3
-07/23/02--01046--013
*****78.75 *****78.75

- ☒ Art of Inc. File _____
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- ____ Photo Copy _____
- ____ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC 1 or 3 File _____
- ____ UCC 11 Search _____
- ____ UCC 11 Retrieval _____
- ____ Courier _____

RECEIVED
02 JUL 23 AM 11: 02
DIVISION OF CORPORATION

Signature _____

Requested by: _____

Name _____

7/23/02
Date

10:50
Time

Walk-In _____

Will Pick Up _____

7/23/02
Jone (11)



FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JUL 25 PM 12:01

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 23, 2002

CAPITAL CONNECTION, INC.

SUBJECT: CHARACTER COUNCIL OF PALM BEACH COUNTY, INC.
Ref. Number: W02000021235

RECEIVED
02 JUL 25 PM 4:00
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL

We have received your document for CHARACTER COUNCIL OF PALM BEACH COUNTY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6915.

Janice Love-Washington
Document Specialist
New Filing Section

Letter Number: 602A00044811

FAXED
RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JUL 25 PM 12:01

ARTICLES OF INCORPORATION
OF
CHARACTER COUNCIL OF PALM BEACH COUNTY, INC.

We, the undersigned incorporators, hereby form and establish a corporation NOT FOR PROFIT under the laws of the State of Florida.

ARTICLE FIRST

The name of this corporation is Character Council of Palm Beach County, Inc.

ARTICLE SECOND

The location of its registered office in this state is 4264 Hyacinth Circle South, Palm Beach Gardens, Florida 33410. The registering agent at this address is George A. Bonner. This shall also serve as the corporations principal and mailing address.

ARTICLE THIRD

This Corporation is organized NOT FOR PROFIT and the objects and purposes to be transacted and carried on are:

1. To strengthen the citizens, their families, and the community as a whole by promoting excellence in character, and thereby to help our community become known as a Community of Character.
2. To endeavor to gain the support of our community leaders in modeling and promoting good character.

3. To learn how character is built into the lives of individuals and adopt character initiatives that apply to each sector within our community.
4. To establish a community culture that encourages, recognizes, and rewards good character.
5. To emphasize character rather than achievement, since achievement with excellence, by its very nature, requires good character.
6. To evaluate the decisions, policies, statutes of our community on the basis of whether they reward good character or promote bad character.
7. To assess all our activities on a regular basis to ensure we are making progress toward our goal of becoming a community known for the good character of its citizens.

To further such objects and purposes, the Corporation shall have and may exercise all the powers conferred by the laws of the State of Florida upon corporations formed under the laws pursuant to and under which this Corporation is formed, as such laws are now in effect or may at any time hereafter be amended. Specifically, this Corporation shall have power to acquire, purchase, hold, lease, convey, mortgage and pledge such real and personal property in Florida, other states of the United States, and elsewhere, as shall be necessary or convenient to the transaction of its business and the realization of its objects and purposes.

PROVIDED, HOWEVER, that in all events and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution, or winding up of this Corporation, voluntary or involuntary or by operation of law, the following provisions shall apply:

- (a) This Corporation shall not have or exercise any power or authority either expressly, by interpretation, or by operation of law, nor shall it directly or indirectly engage in

any activity that would prevent this Corporation from qualifying and continuing to qualify as an organization described in 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

(b) This Corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.

(c) No compensation or payment shall ever be paid or made to any member, officer, director, trustee, creator, or organizer of this Corporation, or substantial contributor to it, except as an allowance for actual expenditures or services actually made or rendered to or for this corporation; and neither the whole nor any portion of the assets or net earnings, current or accumulated, of this Corporation shall ever be distributed to or divided among any such persons; provided, further that neither the whole nor any part or portion of such assets or net earnings shall ever be used for, accrue to, or inure to the benefit of any member or private individual within the meaning of 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

3. Upon the dissolution of this Corporation, the governing body shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at any time qualify as an exempt organization or organizations under 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law, as the governing

board shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the Corporation is then located, exclusively for purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE FOURTH

The Corporation will NOT have authority to issue capital stock, and the conditions of the membership shall be fixed by the bylaws.

ARTICLE FIFTH

The Board of Directors shall have all powers granted by Florida law and statutes.

ARTICLE SIXTH

No director shall be personally liable to the Corporation or its members for monetary damages for any breach of fiduciary duty by such director as a director. Notwithstanding the foregoing sentence, a director shall be liable to the extent provided by applicable law (i) for breach of the director's duty of loyalty to the Corporation or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under the provisions of Florida law and any amendments thereto, or (iv) for any transaction from which the director derived an improper personal benefit. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to the date when such provision becomes effective.

ARTICLE SEVENTH

The term for which this Corporation is to exist is perpetual.

ARTICLE EIGHTH

No member of this Corporation shall benefit financially from the dissolution thereof. In the event of dissolution of this Corporation, the assets of this Corporation shall be distributed as set forth in ARTICLE THIRD hereof.

ARTICLE NINTH

The names and residences of the incorporators are:

Leo F. Abdella	8302 Chapman Oak Court Palm Beach Gardens, Florida 33410
George A. Bonner	4264 Hyacinth Circle South Palm Beach Gardens, Florida 33410
Jay Alan Bonner	7592 159 th Court North Palm Beach Gardens, Florida 33418
Pat Hughey	9120 Reed Drive Palm Beach Gardens, Florida 33410
Adrian Rosa	8187 S. E. Coconut Street Hobe Sound, FL 33455

ARTICLE TENTH

The number of directors may be increased or decreased from time to time by amendment of the bylaws.

ARTICLE ELEVENTH

The names and residences of the persons who are to serve as directors until their successors are elected and qualified are as follows:

Leo F. Abdella	8302 Chapman Oak Court Palm Beach Gardens, Florida 33410
George A. Bonner	4264 Hyacinth Circle South Palm Beach Gardens, Florida 33410
Jay Alan Bonner	7592 159 th Court North Palm Beach Gardens, Florida 33418
Pat Hughey	9120 Reed Drive Palm Beach Gardens, Florida 33410
Adrian Rosa	8187 S. E. Coconut Street Hobe Sound, FL 33455

ARTICLE TWELFTH

The power to adopt, amend and repeal the bylaws of this Corporation shall reside in the Board of Directors of this Corporation.

ARTICLE THIRTEENTH

The corporation shall maintain general liability insurance in such amount as shall be determined by the directors, if necessary to enable volunteers of the corporation to come within the provisions of Florida law.

IN TESTIMONY WHEREOF, we have hereunto set our names this 18TH day of

JULY, 2002.

I understand and accept the duties and responsibilities as Registered Agent.

LEO F. ABDELLA

George A. Bonner
GEORGE A. BONNER
Registered Agent

JALALAN BONNER

PAT HUGHEY
PAT HUGHEY

ADRIAN ROSA
ADRIAN ROSA

STATE OF FLORIDA)

) ss:

PALM BEACH COUNTY)

Before me, the undersigned, a Notary Public, within and for said County and State on this 18TH day of JULY, 2002, personally appeared LEO F. ABDELLA, to me personally know to be the person who executed the within foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal and the day and year last above written.

Sharon Johnson
Notary Public

My Commission Expires:



Sharon Johnson
Commission # CG 828215
Expires June 5, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

STATE OF FLORIDA)
)
PALM BEACH COUNTY)

SS:

Before me, the undersigned, a Notary Public, within and for said County and State on this 18th day of July, 2002, personally appeared GEORGE A. BONNER, to me personally know to be the person who executed the within foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth., and as registered agent.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal and the day and year last above written.

Janis M. Norman
Notary Public

My Commission Expires:



Janis M. Norman
MY COMMISSION # DD043817 EXPIRES
October 22, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

STATE OF FLORIDA)
)
PALM BEACH COUNTY)

SS:

Before me, the undersigned, a Notary Public, within and for said County and State on this 18th day of July, 2002, personally appeared JAY ALAN BONNER, to me personally know to be the person who executed the within foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal and the day and year last above written.

Sharon Johnson
Notary Public

My Commission Expires:



Sharon Johnson
Commission # CG 828215
Expires June 5, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JUL 25 PM 12: 01

STATE OF FLORIDA)
)
PALM BEACH COUNTY)

ss:

Before me, the undersigned, a Notary Public, within and for said County and State on this 18 day of July, 2002, personally appeared PAT HUGHEY, to me personally know to be the person who executed the within foregoing instrument and acknowledged to me that she executed the same as her free and voluntary act and deed for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal and the day and year last above written.

Trisha K Bernstein
Notary Public

My Commission Expires:



STATE OF FLORIDA)
)
PALM BEACH COUNTY)

ss:

Before me, the undersigned, a Notary Public, within and for said County and State on this 18 day of July, 2002, personally appeared ADRIAN ROSA, to me personally know to be the person who executed the within foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal and the day and year last above written.

Trisha K Bernstein
Notary Public

My Commission Expires:

