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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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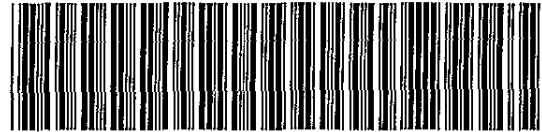
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TRANSMITTAL LETTER

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

SUBJECT: Ladyhawk Associates, 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: Kelly J. Romano, Libow & Muskat LLP

Name (Printed or typed)

1200 N. Federal Hwy., Suite 301

Address

Boca Raton, FL 33432

City, State & Zip

(561) 367-7300

Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
LADYHAWK ASSOCIATES, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

THESE ARTICLES OF INCORPORATION are submitted by the undersigned, each of whom is a citizen of the United States of America, desiring to form a non-profit corporation in compliance with Chapter 617 of the Florida Statutes, and in furtherance hereof the undersigned certify as follows:

ARTICLE I

Name

The name of the corporation (the "Corporation") shall be Ladyhawk Associates, Inc.

ARTICLE II

Principal Place of Business

The Corporation's principal place of business and mailing address shall be as follows: 747 N.W. 42nd Way, Deerfield Beach, Broward County, Florida 33442.

ARTICLE III

Purpose; Earnings and Assets; Dissolution

The Corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"), as amended (United States Code Title 26, Section 501(c)(3)), including but not limited to the following: *A)* the provision of security and protection services to women and children who have been the victims of domestic violence or abuse and who are in need of such services while attending judicial or administrative hearings related to the criminal acts against them; and *B)* the distribution of funds to organizations that qualify as exempt organizations under Code Section 501(c)(3), or the corresponding section of any future federal income tax code or act.

No part of the net earnings or net assets of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, agents, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes stated above.

The Corporation shall not distribute or perpetuate propaganda or otherwise attempt to influence legislation, and it shall not participate or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not conduct any activity not permitted to be conducted A) by a corporation exempt from federal income tax under Code Section 501(c)(3), or the corresponding section of any future federal tax code or act; or B) by a corporation the contributions to which are deductible under Code Section 170(c)(2), or the corresponding section of any future federal tax code or act.

Upon the dissolution of the Corporation, all its net assets and all the net proceeds from the sale of its assets shall be distributed among the following organizations: A) Women in Distress, a tax-exempt organization located at Administrative Offices, 1153 S. Andrews Avenue, Ft. Lauderdale, Florida 33316; and B) Aid to Victims of Domestic Assault, Inc., a tax-exempt organization located at P.O. Box 667, Delray Beach, Florida 33447. The directors in office at the time of dissolution, at their sole discretion, shall determine the amount of the distribution to be made to each such organization. If either of the foregoing provisions should fail due to termination of the charitable organization, the organization's loss of tax-exempt status for federal income tax purposes, or otherwise, then the Corporation shall distribute its net assets and all the net proceeds from the sale of its assets to any one (1) or more tax-exempt organizations, within the meaning of Code Section 501(c)(3), that solely or primarily benefit battered and abused women and children.

ARTICLE IV

Manner of Appointment of Directors

The incorporator of the Corporation, as identified in Article VII below, shall appoint the Corporation's initial directors. The Corporation at all times shall have at least three (3) directors, segregated into two (2) separate classes: permanent directors, and rotating directors.

The permanent directors shall serve terms of indefinite duration, subject only to removal in accordance with the provisions hereunder. The permanent directors shall have sole and complete authority to appoint new permanent and rotating directors to the board; to remove any director from the board, whether for cause or not; to set directors' compensation; to revise the Corporation's Articles of Incorporation; to adopt and revise bylaws and emergency bylaws for the Corporation; to appoint and remove officers of the Corporation; and to authorize, manage,

review, and/or prepare all tax filings, corporate or organizational filings, and financial statements of the Corporation.

In the event of the withdrawal or removal of a director, the permanent directors shall appoint a successor director. The initial term of any newly-appointed rotating director shall be the balance of the two (2) year term of his predecessor.

In the event that the Corporation has two (2) or more permanent directors, any issue reserved to the permanent directors' authority shall require a majority vote in writing. In the case of a deadlock in any such vote, a majority vote in writing of all directors (both permanent and rotating) shall resolve the issue.

The rotating directors shall serve for terms of two (2) year increments, without any limit as to the number of terms that may be served in succession.

ARTICLE V

Initial Directors and Officers

The initial directors of the Corporation shall be as follows:

<u>Name and Address</u>	<u>Title</u>	<u>Type of Directorship</u>
Rita V. White 747 N.W. 42 nd Way Deerfield Beach, FL 33442	Executive Director	Permanent
Thomas LeBrun P.O. Box 817 Enfield, NH 03748	Director	Rotating
Laura Dee 9761 Boca Gardens Circle, #C Boca Raton, FL 33496	Director	Rotating

The initial officers of the Corporation shall be as follows:

Name

Rita V. White
Thomas LeBrun
Laura Dee

Title

President
Chief Operating Officer
Controller

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VI
Registered Agent

The initial registered agent for the Corporation shall be as follows:

Rita V. White
747 N.W. 42nd Way
Deerfield Beach, FL 33442.

ARTICLE VII
Incorporator

The incorporator of Ladyhawk Associates, Inc. is as follows:

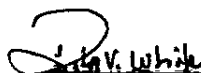
Rita V. White
747 N.W. 42nd Way
Deerfield Beach, FL 33442.

IN WITNESS WHEREOF, we have hereunto subscribed our names this 30 day of May, 2003.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept as registered agent and agree to act in this capacity.



Rita V. White, Incorporator



Rita V. White, Registered Agent