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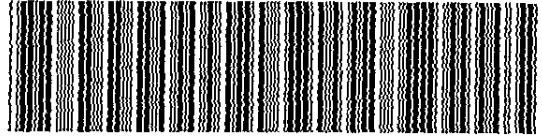
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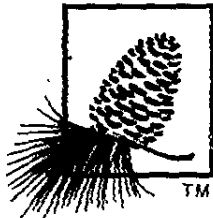


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[www.llw-law.com](http://www.llw-law.com)

Jacksonville Office  
9428 Baymeadows Road  
Suite 625  
Jacksonville, Florida 32256  
(904) 737-2020  
Fax: (904) 737-3221

Tallahassee Office  
Post Office Box 10786 (32302)  
125 South Gadsden Street  
Suite 300  
Tallahassee, Florida 32301  
(850) 222-5702  
Fax: (850) 224-9242

West Palm Beach Office  
1700 Palm Beach Lakes  
Boulevard, Suite 1000  
West Palm Beach, Florida  
33401  
(561) 640-0820  
Fax: (561) 640-8202

August 18, 2003

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

RE: Treasure the Children, Inc.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above-referenced not for profit entity to be filed with the Secretary of State plus an additional copy for certification. Also enclosed is a self-addressed, stamped envelope to return the certified copy to our office. A check in the amount of \$78.75 to cover the filing fee and the cost of the certified copy is included.

If you have any questions or concerns regarding this filing, please contact me at (561) 640-0820.

Sincerely,

*Roslynn M. Ferguson*  
Roslynn M. Ferguson

RMF:kp  
Encl.5

c. Charles Bowman  
Charlene Bowman

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**ARTICLES OF INCORPORATION**

**of**

**TREASURE THE CHILDREN, INC.**

(A Corporation Not-for-Profit)

These Articles constitute the Articles of Treasure the Children, Inc., a corporation not-for-profit organized under the laws of the State of Florida.

**Article I.**

**Name**

The name of the Corporation is Treasure the Children, Inc.

**Article II.**

**Purposes and Powers**

The Corporation is organized and shall be operated exclusively for charitable, outreach, educational, and training purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, as may be amended, to provide comfort and support for youth infected and affected with HIV/AIDS.

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

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be conducted or carried on (a) by an organization exempt from taxation under Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Article III.**

**Not For Profit**

This Corporation is a not-for-profit corporation under Chapter 617, Florida Statutes. The Corporation is not formed for pecuniary profit. No part of the earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private

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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 its purposes as set forth in and limited by these Articles.

Upon the dissolution of the Corporation, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### Article IV.

##### Tax Exempt Status

It is intended that the Corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation under Section 501(a) of the Internal Revenue Code as an organization described in Section 501(c)(3) of the Code and which is other than a private foundation as defined in Section 509 of the Code. These Articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly. All references in these Articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

#### Article V.

##### Duration

The term of existence of the Corporation is perpetual.

#### Article VI.

##### Membership

Membership in the Corporation shall be as regulated by the Bylaws.

#### Article VII.

##### Principal Office

The address of the principal office of the Corporation is 126 Ponce de Leon, Royal Palm Beach, Florida 33411. The mailing address of the Corporation is 126 Ponce de Leon, Royal Palm Beach, Florida 33411.

Article VIII.

Registered Office

The street address of the registered office of the Corporation is 126 Ponce de Leon, Royal Palm Beach, Florida 33411, and the name of the registered agent at that address is Charles Bowman.

Article IX.

Directors

The Corporation shall be operated and managed by a board of directors who shall be elected pursuant to the provisions of the Bylaws of the Corporation with respect to the number, classes, qualifications, and election of directors. The names and addresses of the current directors are:

Charles Bowman, President  
126 Ponce de Leon  
Royal Palm Beach, FL 33411

Charlene Bowman, Secretary/Treasurer  
126 Ponce de Leon  
Royal Palm Beach, FL 33411

Toby Chabon  
4900 Boxwood Circle  
Boynton Beach, FL 33436

Mona Jordan  
7810 Martin Avenue  
West Palm Beach, FL 33405

Ellen LaVoie  
153 Waterway  
Royal Palm Beach, FL 33411

Karen Miles  
706 Harbour Point Way  
West Palm Beach, FL 33413

Doug Randolph  
307 North "O" Street  
Lake Worth, FL 33460

Article X.

Incorporator

The name and address of the incorporator of this Corporation is as follows:

Charles Bowman  
126 Ponce de Leon  
Royal Palm Beach, FL 33411

Article XI.

Bylaws

The Bylaws of this Corporation are to be made and adopted by the Board of Directors, and may be amended by the Board of Directors as provided therein.

Article XII.

Amendment

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them.

**CERTIFICATE OF DESIGNATION AND  
ACCEPTANCE BY REGISTERED AGENT**

Pursuant to the provisions of Florida Statutes Chapter 617, the corporation named below, organized under the not-for-profit corporation laws of the State of Florida, submits the following statement in designating the registered office and registered agent of the Corporation in the State of Florida:

1. The name of the corporation is Treasure the Children, Inc.
2. The name and address of the registered agent and registered office are:

Charles Bowman, President  
126 Ponce de Leon  
Royal Palm Beach, FL 33411

Having been named in the Articles of Incorporation of the above-stated corporation as registered agent for such corporation at the address indicated in this statement, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Charles Bowman  
Charles Bowman, Registered Agent

Dated: 8/18/03

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