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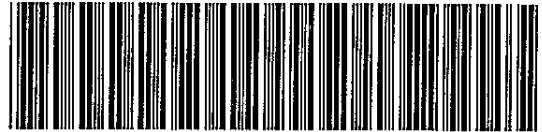
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FILED  
03 OCT 10 PM 12:21  
SECRETARY OF STATE  
TALLAHASSEE, FL 32301

**LAW OFFICES OF  
ROBERT ARNOLD**

8619 Wendy Lane  
West Palm Beach, Florida  
33411

Phone: 1-561-753-0599  
FAX: 1-561-753-0579  
email: Arnol68@yahoo.com

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October 2, 2003

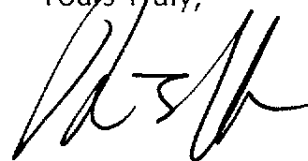
Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT: FRIENDS OF THE LAW LIBRARY, INC.**

Dear Sir:

Enclosed is an original and one (1) copy of the articles of incorporation and a check for: \$87.50 (Filing Fee Filing Fee Certified Copy and Status & Certificate). Please file the corporation's articles of incorporation and return the certified copy to me. Thank you for your kind assistance in this matter.

Yours Truly,

A handwritten signature in black ink, appearing to be 'R. Arnold', written over the words 'Yours Truly,'.

Robert Arnold

Enclosed:  
Articles of Incorporation  
Check in the amount of \$87.50.

ARTICLES OF INCORPORATION  
OF  
FRIENDS OF THE LAW LIBRARY, INC.  
A FLORIDA NOT FOR PROFIT CORPORATION

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a not for profit corporation pursuant to Chapter 617, Florida Statutes ("Florida Not For Profit Corporation Act"), adopts the following articles of incorporation and states as follows:

**ARTICLE I**  
**NAME**

The name of the Corporation is Friends of the Law Library, Inc. (hereinafter the Corporation").

**ARTICLE II**  
**PRINCIPAL OFFICE**

The principal office of the Corporation and the mailing address of the Corporation is 700 South Olive Avenue, West Palm Beach, Florida 33401.

**ARTICLE III**  
**REGISTERED OFFICE AND AGENT**

The street address of the registered office of the Corporation in the State of Florida is 700 South Olive Avenue, West Palm Beach, Florida, 33401. The name of the registered agent of the Corporation at such address is Peter Halmos.

**ARTICLE IV**  
**TERM OF CORPORATE EXISTENCE**

The Corporation shall exist perpetually unless sooner dissolved according to law.

**ARTICLE V**  
**PURPOSE**

This is a nonprofit corporation, organized solely for charitable, educational, civic and social purposes pursuant to the Florida Not for Profit Corporation Act as set forth in Section 617 of the Florida Statutes. The purpose for which the Corporation is organized is to collect money to be used to provide support for law libraries in South Florida and elsewhere in the United States and to carry on such other and further law library related not-for-profit activities for the public benefit as the Board of Directors may from time to time determine is appropriate.

This Corporation is organized exclusively for any lawful purpose to retain nonprofit status as set forth in the most current Internal Revenue Code, and to act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Florida, its municipalities, county governments, and the United States.

No part of the revenues or assets of this Corporation shall inure to the benefit of, or be distributable to the Board of Directors, Shareholders, Members or any other person(s), except that the Corporation shall be authorized and empowered to pay reasonable compensation for expenses rendered to individuals or businesses and to make payments and distributions as set forth in the Bylaws.

The Corporation's charitable, educational, civic and social purposes and operations are intended to qualify it as an exempt organization under Section 501(c) of the Internal Revenue Code, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

#### **ARTICLE VI** **BOARD OF DIRECTORS**

The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. In furtherance, and not in limitation, of the powers conferred upon it by the laws of the State of Florida, the Board of Directors shall have the power to make, alter, amend, change, add to or repeal the By-Laws of the Corporation. In addition to the powers and authority hereinbefore or by statute expressly conferred upon them, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Corporation, subject, nevertheless, to the provisions of the Florida Not For Profit Corporation Act, these Articles of Incorporation, and any By-Laws of the Corporation.

With the exception of the initial Board of Directors which shall be appointed by the Incorporator, the Corporation's Board of Directors shall be elected annually by vote of the Corporation's Members. Each Director must receive the votes of more than 50%

of the total membership in order to be elected. The number of initial directors shall be three, but the Board may increase this number to a total of seven, provided any new directors receive the votes of more than 50% of the Members. Any vacancy on the Board of Directors resulting from resignation, retirement, death, disability, removal from office or otherwise shall be filled only by a majority vote of the entire membership. In the event a vacancy cannot be filled because no one receives the required number of votes the then current Board shall select the director(s). Additional qualifications for directors may be established in the Corporation's By-Laws.

No director shall be personally liable to the Corporation for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) pursuant to Section 617.0834 of the Florida Not For Profit Corporation Act or (iv) for any transaction from which the director derived an improper personal benefit.

Membership in the Corporation shall be limited to those individuals who have a proven commitment to the purposes and intents of the Corporation. The Board of Directors shall set forth in the Corporation's By-Laws the additional qualifications required to become a Member of the Corporation.

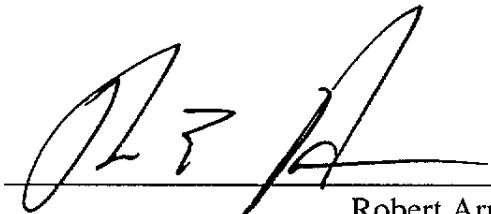
**ARTICLE VII**  
**INDEMNIFICATION**

The Corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law currently in effect or hereinafter enacted, and such right to indemnification shall continue as to a person who has ceased to be a director or officer of the Corporation and shall inure to the benefit of his or her heirs, executors and personal and legal representatives. The right to indemnification conferred by this Article shall include the right to be paid by the Corporation the expenses incurred in defending or otherwise participating in any proceeding in advance of its final disposition. The rights to indemnification and to the advancement of expenses conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under these Articles of Incorporation, the By-Laws of the Corporation, any statute, agreement, vote of disinterested directors or otherwise. Any repeal or modification of this Article shall not adversely affect any rights to indemnification and the advancement of expenses of a director or officer of the Corporation existing at the time of such repeal or modification with respect to any acts or omission occurring prior to such repeal or modification.

**ARTICLE VIII**  
**INCORPORATOR**

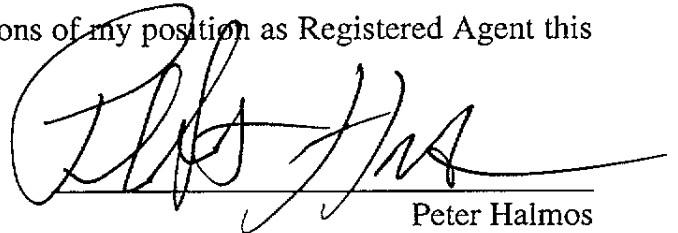
The name and address of the incorporator of the Corporation is Robert Arnold, 700 South Olive Ave., West Palm Beach, Florida 33401.

I, THE UNDERSIGNED, being the Incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the Florida Not For Profit Corporation Act, have executed these Articles of Incorporation this 30 day of Sept., 2003.

  
Robert Arnold  
Incorporator



IN WITNESS WHEREOF, I, Peter Halmos, having been named Registered Agent and to accept service of process for **FRIENDS OF THE LAW LIBRARY, INC.** at the place designated in these Articles of Incorporation, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent this 30 day of Sept, 2003.

  
Peter Halmos  
Registered Agent

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