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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA NON-PROFIT CORPORATION

BOOSTERS OF BOY SCOUT TROOP 100, INC.

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**ARTICLES OF INCORPORATION FOR
BOOSTERS OF BOY SCOUT TROOP 100, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation not-for-profit under the laws of the State of Florida

ARTICLE I

The name of the corporation is the BOOSTERS OF BOY SCOUT TROOP 100, INC.

**ARTICLE II
NATURE OF BUSINESS**

The purpose for which this corporation is formed are exclusively religious, charitable, scientific, literary, or educational within the meaning of the Section 501(C)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law. In carrying out such a purpose, this corporation shall have all of the powers and authorities granted by statute and law, including the power and authority to accept gifts, devices and other contributions for charitable purposes, to hold and administer the funds and properties received and to expend, contribute and otherwise dispose of funds in the operation of Boy Scout Troop 100, a chartered member of Boy Scouts of America, which is so chartered by the Congress of the United States of America.

The mission of Boosters of Boy Scout Troop 100, Inc., is to provide a permanent structure for the preservation and operation of Boy Scout Troop 100 of Davis, Florida, of the Southern Florida Council of the Boy Scouts of America. The corporation will be responsible for holding and management of properties donated to or acquired by Boy Scout Troop 100.

**ARTICLE III
AUTHORITY**

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and engage in a any and all lawful activities which may be necessary, useful, desirable, suitable, or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the corporation is organized, and aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the corporation shall exercise only such powers as are set forth in the furtherance of the exempt purposes of organizations set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its regulations as the same now exist or as they may hereafter amended from time to time.

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ARTICLE IV
DURATION

This corporation shall have perpetual existence. The date when corporation existence shall commence shall be the date of the filing of these articles of incorporation in the office of the Secretary of State of the State of Florida.

ARTICLE V
REGISTERED AGENT AND ADDRESS

The initial street and address of the registered office and principal place of business of this corporation in the State of Florida shall be 8181 W. Broward Boulevard, Suite 300, Plantation, Florida 33324. The registered agent shall be MICHAEL R. MARKCITY.

ARTICLE VI
MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons nor more than nine (9) persons. At no time should there be an even number of members on the Board of Directors, thus preventing a tie vote.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at Davie, Florida on the first Tuesday in January of each year at such place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes or the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other documents filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

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The names and post office addresses of the members of the first Board of Directors are:

PAULA WILSON, 7670 Atlanta Street, Hollywood, FL. 33024
DAVID FROELING, 10821 NW 17th Place, Pembroke Pines, FL. 33026
REBECCA RAHL, 751 SW 95 Terrace, Pembroke Pines, FL. 33025
LISA TAYLOR, 15830 N. Sedgewick Circle, Davie, FL. 33331
KAREN BRITTAIN, 14752 Vista Luna Drive, Davie, FL. 33325

B. Corporate Officers. The Board of Directors shall elect the following officers: President, Vice President, Secretary, and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

President:	PAULA WILSON, 7670 Atlanta Street, Hollywood, FL. 33024
Vice President:	ELISA FROELING, 10821 NW 17 th Place, Pembroke Pines, FL. 33026
Treasurer:	LISA TAYLOR, 15830 N. Sedgewick Circle, Davie, FL. 33331
Secretary:	KAREN BRITTAIN, 14752 Vista Luna Drive, Davie, FL. 33325

ARTICLE VII SUBSCRIBER

The name and post office address of the subscriber(s) to these Articles of Incorporation is: MICHAEL R. MARKCITY, 8181 W. Broward Boulevard, Suite 300, Plantation, Florida 33324.

ARTICLE VIII MEMBERSHIP

The qualifications for members and the manner of their admission shall be regulated by the By-Laws for this Corporation.

ARTICLE IX AMENDMENTS

Amendments to these Articles of Incorporation shall be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in a manner set forth in the By-Laws of this Corporation.

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ARTICLE X
LIMITATION OF ACTIONS

All the assets and earnings of the corporation shall be used exclusively for the exempt purposes hereinabove set forth including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of or be distributable to its members, trustees, officers or any of the private persons, except that the corporation shall be authorized to pay reasonable compensation for services rendered and to make distributions and payments in the furtherance of the purposes set forth in Article II hereof. No substantial part of its activity shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or interfere in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any political candidate. Notwithstanding any other provision of these articles, the corporation shall not carry on any activity not permitted to be carried on by an organization exempt from federal income taxation under section 501 (c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) or any organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws). The corporation shall have no capital stock, pay no dividends, distribute no part of its net income to any member, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the corporation.

In particular, without limitation of the generality of the foregoing paragraph, during such time as the corporation may be considered a private foundation as defined in section 509 (a) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) it shall not:

1. Fail to distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by section 4942 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws);
2. Engage in any act of self-dealing as defined in section 4941 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws);
3. Retain any excess business holdings as defined in section 4943 (c) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws);
4. Make any investment in such manner as to subject it to tax under section 4944 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws);
5. Make any taxable expenditures as defined in section 4945 (d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws).

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ARTICLE XI
DISSOLUTION

Upon the dissolution of the corporation, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to an organization described in Section 501 (c)(3) and (c)(2) of the Internal Revenue Code of 1986, or to the corresponding provisions of any prior or future laws, as shall be selected by the last Board of Directors. None of the assets will be distributed to any member, officer or director of this corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 9 day of January, 2004.


MICHAEL R. MARKCITY

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared MICHAEL R. MARKCITY, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and hereby acknowledge to me that his/her signature appended thereto is his/her true signature, and that he/she executed said Articles of Incorporation for the purpose therein mentioned and intended.

WITNESS my hand and seal of office on the day and year aforesaid.


NOTARY PUBLIC

My Commission Expires:
Identification Produced:



Cheryl Nolan
My Commission D0002744
Expires October 4, 2005

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

BOOSTERS OF BOY SCOUT TROOP 100, INC., desiring to organize under the laws of the State of Florida with its principal office at the City of Davie, County of Broward, State of Florida, has named MICHAEL R. MARKCITY, 8181 W. Broward Boulevard, Suite 300, Plantation, Florida 33324, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

By: 

MICHAEL R. MARKCITY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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