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SECRETARY OF STATE  
TALLAHASSEE, FL 32399

G. Omillette

JAN 15 2004

## TRANSMITTAL LETTER

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

SUBJECT: B1-COUNTIES YOUTH CHARITIES OF CENTRAL FLORIDA, 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: JOHN WESTERTERP  
Name (Printed or typed)

56 EDGEWATER DR. W.  
Address

LAKE PLACID FL 33852  
City, State & Zip

863-465-7131  
Daytime Telephone number

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

ARTICLES OF INCORPORATION  
OF  
BI-COUNTIES YOUTH CHARITIES OF CENTRAL FLORIDA, INC.  
A FLORIDA NOT FOR PROFIT CORPORATION.

The under signed persons, acting as incorporators of a corporation not for profit under the FLORIDA NOT FOR PROFIT CORPORATION ACT, as set forth in chapter in chapter 617 of the FLORIDA STATUTES, adopt the following articles of incorporation for the corporation:

ARTICLE I

The name of the corporation is BI-COUNTIES YOUTH CHARITIES OF CENTRAL FLORIDA INC.

ARTICLE II

The corporation shall have a perpetual duration.

ARTICLE III

The corporation is a not for profit corporation, the purposes for which the corporation is organized are:

(A) The specific and primary purposes for which are to operate for the advancement of mentoring, and recreational activities for youth, by the distribution of its funds for those purposes.

(B) The general purposes for which this corporation is formed are to operate for the advancement exclusively of mentoring, youth activities, and life skills education through Christian values which qualify it as an exempt organization under Section 501 (C) (3) of the INTERNAL REVENUE CODE OF 1986 or corresponding provisions of any subsequent federal tax laws, including for those purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(C) The corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene ( by publication or distribution of any statements or otherwise.) in any political campaign on behalf of any candidate for public office.

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for BI-COUNTIES YOUTH CHARITIES OF CENTRAL FLORIDA, INC., I hereby accept the appointment as its registered agent and agree to act in this capacity. Furthermore, I 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.

DATE: 12-23-2001

SIGNATURE: 

JOHN WESTERTERP, REGISTERED AGENT

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TALLAHASSEE FLORIDA

#### ARTICLE IV

(A) Directors as membership. The sole class of members of this corporation shall be its directors.

(B) Rights and responsibilities of members. The members of this corporation shall have no right, title, or interest in its income, property, or assets, nor shall any portion of its income, property, or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation, and shall not be subject to any assessments.

#### ARTICLE V

The street address of the initial registered office of the corporation is 56 Edgewater Dr. W. *Lake Placid*, Florida 33852. The name of its initial registered agent at that address is JOHN WESTERTERP.

#### ARTICLE VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be not less than three (3); provided, however, that number may be increased by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named here as the first board of directors shall hold office for a period of two (2) years until the second annual meeting to be held on January 15, 2004 at 7:00 p.m. at 56 Edgewater Dr. W. Lake Placid, Florida 33852 at which time an election of directors shall be held

Directors elected at this annual meeting, and at all subsequent times, shall serve for a term of two (2) years until the second annual meeting of members following the election of directors and until the qualification of the successors in office. Annual meetings shall be held on the 15 DAY OF January of each year at the principal office of the corporation, or at any other place or places designated by the board of directors 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 the members of the board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action taken in this manner 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 bylaws of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

The names and residential addresses of the persons who are to serve as the initial directors are:

| Name:<br>_____  | Address:<br>_____                                |
|-----------------|--|
| John Westertorp | 56 Edgewater Dr. W. Lake Placid, Florida 33852   |
| Jack Westertorp | 56 Edgewater Drive W, Lake Placid, Florida 33852 |
| Jim Robertson   | 5418 Lakewood Road, Sebring, Florida 33872       |

#### Article VII

The name and address of each incorporator are:

| Name:<br>_____  | Address:<br>_____                 |
|-----------------|-----------------------------------|
| John Westertorp | 56 Edgewater Dr. W, Florida 33852 |

#### Article VIII

The board of directors shall elect the following officers: president, vice-president, and secretary, and any other officers which the bylaws of this corporation authorize the directors to elect. Initially, officers shall be elected at the second annual meeting of the board of directors. Until that election is held, the following persons shall as corporate officers:

| Name:<br>_____  | Address:<br>_____                                    | Office:<br>_____ |
|-----------------|--|------------------|
| John Westertorp | 56 Edgewater Dr. W.,<br>Lake Placid, Florida. 33852  | President        |
| Jack Westertorp | 56 Edgewater Drive W,<br>Lake Placid, Florida. 33852 | Vice-President   |
| Jim Robertson   | 5418 Lakewood Road,<br>Sebring, Florida. 33872       | Secretary        |

#### Article IX

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Act Of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws may be made, altered, rescinded, add to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedures set forth in the bylaws.

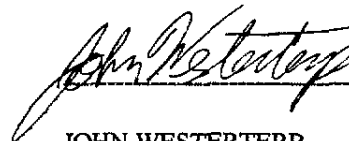
Article X

The property of this corporation is irrevocably dedicated to mentoring, youth activities, and teaching life skills education through Christian values and no part of the net earnings, income, properties or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private person or individual.

Article XI

On the dissolution, liquidation, or winding up of this corporation, its properties and assets remaining after payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized exclusively for non-profit purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

IN WITNESS WHEREOF, I have subscribed my name this 24<sup>TH</sup> day of December, 2001.



JOHN WESTERTERP  
Incorporator

STATE OF FLORIDA  
COUNTY OF HIGHLANDS:

On this 24 day of December, 2001, before me, a notary public personally appeared

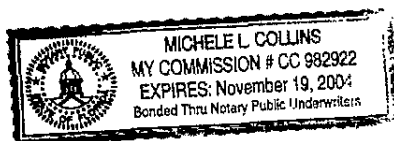
JOHN WESTERTERP, known to be the person whose name is subscribed to the instrument within, and acknowledged that he executed the same for the purposes contained therein. He is known to me and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Sebring, Florida.

NOTARY PUBLIC



State of Florida at Large  
My Commission Expires.



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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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