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#### TRANSMITTAL LETTER

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

SUBJECT: KAPPA KAPPA OMEGA EDUCATIONAL FOUNDATION OF ALPHA KAPPA ALPHA SORORITY, INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

| \$70.00 Filing Fee | \$78.75 Filing Fee & Certificate of Status   | \$78.75 Filing Fee & Certified Copy  ADDITIONAL COP | ■ \$87.50 Filing Fee, Certified Copy & Certificate  Y REQUIRED |
|--------------------|--|---|--|
| FROM:              | : Ms. Velma C. Gay  Name (Printed or typed)  |   |  |
|                    | 2888 Northwest 10th Court Address            |   |  |
|                    | Fort Lauderdale, FL 33311  City, State & Zip |   |  |
|                    | (954) 529-4037<br>Daytime Tele               | phone number  | ,<br>,,  |

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

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for:

## ARTICLES OF INCORPORATION OF KAPPA KAPPA OMEGA EDUCATIONAL FOUNDATION OF ALPHA KAPPA ALPHA SORORITY, INC. (A FLORIDA NOT-FOR-PROFIT CORPORATION)

We, the undersigned, with other persons being desirous of forming a not-for-profit corporation, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

#### ARTICLE I NAME

The name of the corporation shall be:

Kappa Kappa Omega Educational Foundation of Alpha Kappa Alpha Sorority, Inc.

The address of the principal office of this corporation shall be P.O. Box 1522, Pompano Beach, FL 33061

and the mailing address of the corporation shall be the same.

## ARTICLE II PURPOSE

The purpose for which the corporation is organized is to:

- 1. Activate and encourage high scholastic and ethical standards in high school students.
- 2. Conduct various workshops and other service programs to help alleviate problems and improve the community.
- 3. Provide a scholarship program to deserving high school students to pursue a higher education.
- 4. To operate for the advancement of charitable, religious, scientific, technological, literary, and educational research and activities for other charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1998 or the corresponding provision of any future United States Internal Revenue Code.

## ARTICLE III MEMBERSHIP

Membership is open to any member of Alpha Kappa Alpha Sorority, Inc., and others who express an interest in the aims and objectives of the corporation pursuant to the admissions requirement as set forth in the bylaws of the corporation.

## ARTICLE IV TERM OF EXISTENCE

This corporation shall have perpetual existence.

#### ARTICLE V INCORPORATORS

The names and residences of the incorporators of these articles are:

Velma Cheri Gay 2888 N.W. 10<sup>th</sup> Court Fort Lauderdale, FL 33311

Tracy Roach 7360 N.W. 52<sup>nd</sup> Court Lauderhill, FL 33319

Davette Wright 1516 N.W. 4<sup>th</sup> Avenue Pompano Beach, FL 33060

Constance Phillips 1220 N.W. 23<sup>rd</sup> Terrace Pompano Beach, FL 33069

Helen Walker 4841 N.W. 16<sup>th</sup> Court Lauderhill, FL 33313 Wendy Gay 2888 N.W. 10<sup>th</sup> Court Fort Lauderdale, FL 33311

Mavis Brown 4880 N.W. 20<sup>th</sup> Court Lauderhill, FL 33313

Susan McCray 2381 N.W. 11<sup>th</sup> Court Pompano Beach, FL 33069

Leatrice Sullivan 4453 N.W. 65<sup>th</sup> Street Coconut Creek, FL 33073

#### ARTICLE VI POWERS

Notwithstanding any other provision of these articles, this corporation will not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1998 or the corresponding provision of any future United States Revenue Law.

## ARTICLE VII INITIAL DIRECTORS

Section 1. The Board of Directors shall manage the business affairs of this corporation. The Board of Directors shall have eight (8) principal officers initially. The number of members may be increased from time to time, by the bylaws, but shall never be less than six.

Section 2. The Board of Directors shall be members of the corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the bylaws.

Section 4. The names and addresses of the persons who are to serve as the Board of Director members for the ensuing year, or until the first annual meeting of the corporation are:

| Susan McCray<br>2381 N.W. 11 <sup>th</sup> Court | Davette Wright<br>1516 N.W. 4 <sup>th</sup> Avenue | Mary Kyle<br>1857 N.W. 93 <sup>rd</sup> Terr.            |
|--|--|--|
| Pompano Beach, FL 33069                          | Pompano Beach, FL 33060                            | Coral Springs, FL 33071                                  |
| Mavis Brown<br>4880 N.W. 20 <sup>th</sup> Court  | Tracy Roach 7360 N.W. 52 <sup>nd</sup> Court       | Constance Phillips<br>1220 N.W. 23 <sup>rd</sup> Terrace |
| Lauderhill, FL 33313                             | Lauderhill, FL 33313                               | Pompano Beach, FL 33069                                  |
| Wendy Gay<br>2888 N.W. 10 <sup>th</sup> Court    | Helen Walker<br>4841 N.W. 16 <sup>th</sup> Court   |  |

### ARTICLE VIII MANAGEMENT OF CORPORATE AFFAIRS

Fort Lauderdale, FL 33311 Lauderhill, FL 33313

Section 1. <u>Board of Directors</u>. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be eight; provided, however, that such number may be changed by a bylaw duly adopted by the members.

The directors named in Article Seven shall hold office until the first annual meeting of members to take place after incorporation. Prior to that meeting, an election of directors shall take place, according to provisions of the bylaws of the corporation.

Directors elected in the first election, and at all times thereafter, shall serve for a term of two years; except that the bylaws may provide for a different term of office for some of the directors elected in the first election following incorporation, in order to introduce a system of staggered terms for directors.

Section 2. Corporate Officers. The members of the corporation shall elect the following officers: President, Vice President, Secretary, Financial Secretary, Treasurer, and such other officers as the bylaws of this corporation may authorize the members to elect from time to time. Such officers shall be initially elected, prior to the first annual meeting of members to take place after incorporation, in an election held according to the provisions of the bylaws of the corporation.

## ARTICLE IX BYLAWS

SECTION 1. The Board of Directors of this corporation will provide such by-laws for the conduct of its business and the carrying out of its purposes, as they may deem necessary from time to time.

**SECTION 2.** Upon proper notice, the bylaws may be amended, altered or rescinded by a majority vote of the members of the corporation at any regular meeting or any special meeting called for that purpose.

## ARTICLE X AMENDMENTS

SECTION 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a majority vote of those entitled to vote thereon.

SECTION 2. Amendment may also be made at a regular meeting of the membership upon notice given, as provided by the bylaws, of intention to submit amendments.

## ARTICLE XI REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement designating the registered office and registered agent in Florida.

- 1. The name of the corporation is KAPPA KAPPA OMEGA EDUCATIONAL FOUNDATION OF ALPHA KAPPA ALPHA SORORITY, INC.
- 2. The address of the registered office is 2888 Northwest 10<sup>th</sup> Court, Fort Lauderdale, FL, 33311.
- 3. The name of the registered agent at the registered office is Velma C. Gay

| Dated: | June | 15, | 2005 |
|--------|------|-----|------|
|--------|------|-----|------|

Name of the corporation: KAPPA KAPPA OMEGA EDUCATIONAL FOUNDATION OF ALPHA KAPPA ALPHA SORORITY, INC.

Velma C. Gay

Having been named as registered agent and to accept service of process for the above named corporation at the place designated in this certificate, 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 statues 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.

Dated: June 15, 2005
Velma C. Gay

## ARTICLE XII DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to educational and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1998 or the corresponding provision of any prior or future Internal Revenue Code, or to the Federal, State or local government for exclusive public purpose.

| In witness whereof, we have subscribe | ed our names this                       |
|---------------------------------------|---|
|                                       | _ (month, year).                        |
| Milday                                | lucaly & Han                            |
| Velma C. Gay, Incorporator            | Wendy E. Gay, Incorporator              |
| May Roach Tracy Roach, Incorporator   | Maris W. Man. Mavis Brown, Incorporator |
|                                       |   |
| blavette Lilly aft                    | Susan B. Mchay                          |
| Pavette Wright, Incorporator          | Susan McCray, Incorporator T            |
| Constance Thelless                    | Leature J. Sullwai                      |
| Constance Phillips, Incorporator      | Leatrice Sullivan, Incorporator         |
| Malan & Walker                        |   |
| Helen Walker, Incorporator            |   |