

NO5000006369

James Geoghegan

(Requestor's Name)

48 NE 19<sup>th</sup> Terrace

(Address)

Deerfield Beach, FL

(Address)

33441

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



300054895693

05/24/09--01027--007 \*\*70.00

FILED  
TALLAHASSEE, FLORIDA

05 MAY 20 AM 11:16

WD 5-26364



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

May 26, 2005

JAMES GEOGHEGAN  
48 NE 19TH TERRACE  
DEERFIELD BEACH, FL 33441

SUBJECT: MACGEOGHEGAN FAMILY SOCIETY CONSTITUTION  
Ref. Number: W05000026364

We have received your document for MACGEOGHEGAN FAMILY SOCIETY CONSTITUTION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6840.

Bruce W Kitchens  
Document Specialist  
New Filings Section

Letter Number: 905A00037929

MACGEOGHEGAN FAMILY SOCIETY Incorporated

05 JUN 20 AM 11:16

The undersigned for the purpose of forming a nonprofit under the Florida Not For Profit Corporation Act, Florida Statutes, Chapter 617, Makes and adopts the following articles of incorporation:

Article 1. Name. The name of the corporation is as follows: MacGeoghegan Family Society *Incorporated*

Article 2. The Address of the principal office and the mailing address of the corporation is: 48 NE 19<sup>th</sup> Terrace, Deerfield Beach, Florida 33441

Article 3. Initial Registered Office and Agent. The street address of the initial registered office of the corporation is. 48 NE 19<sup>th</sup> Terrace, Deerfield Beach, Florida and the name of its initial registered agent at that address is James Geoghegan.

Article 4. Not for Profit. The corporation is a not for profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these article, under law and under 26 U.S.C.A 501©(3) m (referred to below as code). If the corporation ever has members, no member shall have any vested right, interest, or privilege in or to the assets, income, property of the corporation and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under 26 U.S.C.A 501 ©(3)

Article 5. Duration. The duration (term) of the corporation is perpetual,

Article 6. Purposes. The purpose of the MacGeoghegan Family Society is to honor, preserve and promote the royal and ancient lineage of the MacGeoghegan Clan through scholarship, genealogical research and worldwide outreach to related and variant families to ensure and restore the spirit and vibrancy of the MacGeoghegan Clan in Ireland and abroad.

Specific purposes of said corporation subject to the limitations set forth herein include but are not limited to the following:

- A To preserve and make available for genealogical research the records of our ancestors, regardless of surname derivative;
- B To encourage and assist members in genealogical research;
- C To promote the exchange of such genealogical knowledge between members;
- D To encourage the deposit of genealogical records in established libraries and archives;
- E To publish a genealogical newsletter, bulletin, or magazine on a quarterly basis;
- F To plan and promote Society functions and gatherings;
- G To identify and recruit new members of the Society;

- H To represent the Clan at all official Irish Clan gathering, meetings and/or functions;
- I To solicit, accept, and collect donations and membership dues on behalf of the Society;
- J To take title to any real or personal property necessary to the performance of these objectives;
- K To secure special and beneficial commercial discounts for members.

ARTICLE 7. Powers. Solely for the above purposes, the corporation shall have the following powers, acting through its Board of Directors:

- A. To act directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts or things, and to engage in any and all lawful activities authorized or permitted by section 617,0302 Florida Statutes, or is successor statues, which may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the corporation in organized and to aid or assist other organizations whose activities are such to further, accomplish, foster or attain any of such purposes, provided the corporation shall exercise only such powers as are permitted by and are in furtherance of the exempt purposes of organizations set forth in Section 501 ©(3) of the Internal Revenue Code and its Regulations as they now exis  
t or as they may hereafter be amended.
- B. To engage in lawful activity for which corporations may be organized under Chapter 617 Florida Statutes and Sections 501 ©(3) and 170 ©(2) of the Internal Revenue Code, as the same may be amended from time to time.
- C. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including, but not limited to those set forth in Florida Statutes, Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or natures without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donates or otherwise dispose of the property and the income, principal and proceeds of the property.
- D. To engage in and transact any other lawful activity solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not for Profit Corporation Act.
- E. To do any other things as are incidental to the powers of the corporation or necessary or desirable to accomplish the purposes of the corporation.
- F. Notwithstanding any other provisions of these Articles of Incorporation, this corporation shall not carry on any other activities not permitted to be carried on by (1) a corporation exempt for federal income tax under section 501©(3) of the Internal Revenue code of 1954 or the corresponding provisions of any futures Unites States Internal Revenue Law or (2) a corporation to which contributions are deductible under Section 170©(2) of the Internal Revenue code of 1954 or

any other corresponding provision of any futures United States Internal Revenue Law.

Article 8. Limitation. No part of the net earnings of the corporations shall inure directly or indirectly to the benefit of or be distributable to its members, directors or officers, but the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

Article 9. Tax Exempt Status. It is intended that the corporation shall have and continue to have the status of a corporation that is exempt for federal income taxation 26 U.S.C.A. 501(a) as an organization described in 26 U.S.C.A. 501(c)(3) and which is other than a private foundation as defined in 26 U.S.C.A 509. These articles shall be construed accordingly , and all powers and activities of the corporation shall be limited accordingly. The corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent as would result in the loss of exemption un 26 U.S.C.A. 501(c)(3). All reference in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code on 1986 as from time to time amended and to the corresponding provisions of any similar law enacted.

#### Article 10. - Membership

A. Any person related to the MacGeoghegan Family is eligible for membership, Clergy, regardless of denomination, and Serving members of the Armed Forces of any country are entitled to free membership. Membership within the Society shall be open to any related person regardless of surname.

Membership categories:

1. Individual: entitled to all privileges of membership.
2. Family: Spouses and minor children — entitled to two (2) voting rights and one (1) each of VI, C: 1-5.

B. To be a member in good standing, all dues must be paid in full.

C. Becoming a member in good standing shall entitle the member to:

1. A certificate signed by the current Chieftain, showing the family crest
2. Issues of the Society's quarterly publication
3. A copy of the Society by-laws
4. Notification of all Society events
5. Notification of any special offers made by the Society
6. The right to vote in all Society Elections

D. The Society reserves the right to expel any member upon a super majority vote (2/3) of the Clan Governing Board. In the event a member is expelled, a prorated refund of the individual's membership dues shall be returned within thirty (30) days.

E. Honorary membership may be conferred upon any person by the Clan Governing Board, but only upon unanimous vote.

F. Exchange agreements may be entered into with other genealogical groups, whereby there is an exchange of publications. These agreements may be made by any member of the Clan Governing Board without a vote of the Governing Board, unless a financial obligation would be incurred. In case of a financial obligation, the Clan Governing Board must approve the exchange agreement by simple majority vote.

G. A membership certificate may be requested in the name of more than one person (i.e. Mr. & Mrs. James C. MacGeoghegan). However, an individual membership will be entitled to one vote only.

#### Article 11 Board of Directors

A. The Clan Governing Board shall be composed of the Officers of the Society. They shall be appointed by the clan chieftain with the approval of existing board members. The Clan Chieftain shall be an ex officio member of the Clan Governing Board and may participate in all debates but shall vote only in the event of a tie. The Clan Governing Board shall plan the work of the Society, set membership dues, and determine policies to be adopted, and transact general business. They shall make appointments to fill vacancies in office and vote on all disbursements for necessary expenses. Meetings of the Clan Governing Board shall be called at anytime by the Clan Chieftain or at the request of any member of the Governing Board and may be held in person or via the Internet. A quorum of one-half of the Clan Governing Board members must vote, either in person or via the Internet, for the Governing Board to transact any business of the Society. A simple majority of the Governing Board members present once a quorum has been established is necessary for any measure to pass.

B. At any meeting held in person, Roberts Rules of Order, current edition, shall control the proceedings.

A. The Board of Directors of the Society shall consist of:

1. Clan Chieftain James Geoghegan 48 NE 19<sup>th</sup> Terrace, Deerfield Beach, FL 33441
2. Clan Bard Joseph MacGeoghegan Corma Mona Via Claremorris, Galway, Ireland
3. Clan Treasurer Carolanne McDonald 801 NW 70 Way, Margate, FL 33063
4. Clan Genealogists Josephine Birkbeck 330 Derham Road Norwich, Norfolk, England
5. Clan Scribe Bett Willett 48 NE 19<sup>th</sup> Terrace, Deerfield Beach, FL 33441
6. Clan Webmaster Eddie Geoghegan Cuan, Feamure, Kiltoun, Athlone, Ireland
7. Clan Archivist Sidney Geoghegan 34 Westbourne Rd, Birkdale, Southport, England
8. Clan Historian Patricia Cusack PO Box 933, Durham, NH 03824
9. Clan Documents Recorder Richard Birkbeck 330 Derham Rd, Norwich, Norfolk, England
10. Clan Membership Chairperson None at Present
11. Clan Chieftain Emeritus Jack Gargan PO Box 203 Cedar Key, Florida 32625
12. Clan Tainiste – (second in command) not presently filled

Articles 13. Incorporator. The name and street of the incorporator is James Geoghegan  
48 NE 19<sup>th</sup> Terrace, Deerfield Beach, Florida 33441

#### ARTICLE 14 By Laws

##### A Dues

1. There shall be two (2) dues rates, dependent upon information delivery:
  - a Regular Mail Service - \$15.00 (U.S.): A member will receive all Society notices and information via regular mail service. A member may also request e-mail delivery at no additional charge
  - b Internet e-mail Service - \$10.00 (U.S.): A member will receive all Society notices and information via-electronic mail only
2. Beginning in 2001, dues payments for all active members shall become due as of January 1st.
3. A person may become a member by paying dues at any time during the calendar year. However, there shall be no pro-ration of dues for one who becomes a member after January 1st of a given year and dues for said person shall again be due and payable as of January 1st of the next calendar year.
4. On February 1st of any calendar year in-which a member has failed to remit his or her dues, the member's name will automatically be removed from the Society's mailing list.
5. The CLAN CHIEFTAIN shall preside at all Clan gatherings and meetings of the Clan Governing Board. He or she shall appoint all officers and standing committee-chairpersons, as needed, prior to the first Clan Governing Board meeting of the year and attend these meetings as a member ex officio. He or she will appoint special committees as need arise and appoint-all delegates as needed.
6. The Clan Chieftain shall stand for election every five (5) years and must be a descendant of the MacGeoghegan Family, regardless of surname. Any member in good standing may nominate another member in good standing, or themselves, for chieftain. Any candidate for Clan Chieftain must submit their nomination to the Clan Scribe at least ninety (90) days prior to the election. The Clan Treasurer shall set the dates for the election period and oversee the voting process. The new Chieftain will be announced and inaugurated in West Meath, Ireland on the ancient MacGeoghegan site as history mandates.
7. The CLAN COUNSELOR shall perform the duties of the Clan Chieftain in his or her absence or inability to serve. He or she should be a licensed attorney at law-and/or solicitor, if possible.
8. The TREASURER will maintain a simple bookkeeping journal; will collect dues and all monies collected for the Society and deposit same to the credit of the Society in a bank designated by the Clan Governing Board; pay all bills and check bank balances

---

at the end of each quarter, and assume responsibility for issuing membership renewal notices every October in cooperation with the Clan Scribe. The Treasurer will make out a written report quarterly and will maintain accurate list of all members of the Society, the status of their dues, and names and addresses of those with whom there exists an exchange agreement. Itemized reports are to be put on file, available to members at all times. The Treasurer will make all necessary reports to the State of Florida.

9. The CLAN GENEALOGISTS shall be responsible for responding to all member inquiries regarding genealogical research. The Clan Genealogists shall further be responsible for maintaining the Clan database of the MacGeoghegan families; and for producing a full genealogical account of the MacGeoghegan Clan.

10. The CLAN HISTORIAN shall be responsible for collection and maintenance of all legends, folklores, and traditions of the MacGeoghegan families.

11. The CLAN SCRIBE shall attend to the production of the Society's quarterly newsletter. The Clan Scribe shall further keep the official minutes of all Governing Board meetings and maintain the Governing Board's official records. The Clan Scribe shall also work with any other Governing Board Member in the development of Society programs, new publications, notices, and/or public relations.

12. The CLAN WEBMASTER shall be responsible for the Society's presence on the World Wide Web. He or she shall create and maintain a web-presence for the Society and coordinate the Society's efforts to maximize use of the Internet to facilitate the objectives and purposes of the Society, as expressed above.

13. The CLAN MEMBERSHIP CHAIRPERSON, upon direction from the Clan Treasurer, shall be responsible for notification of annual renewals and the maintenance of an updated membership list. Additionally, he or she shall be responsible devising means and methods to increase membership within the Society through a Membership Committee.

14. The Clan Archivist shall be responsible for maintaining and organizing the Clan Documents

a. Any additional Governing Board position, as may be deemed necessary in the future by the Clan Chieftain, shall be elected by a majority vote of the Clan Governing Board at any membership meeting.

b. Each Governing Board position, including Clan Chieftain, shall be open to any member in good standing.

c. Each Governing Board position, other than Clan Chieftain, shall be appointed by the Clan Chieftain and shall serve thereafter at the pleasure of the Clan Chieftain. There shall be no limit to the number of years an individual may serve in a given office.

d. No Governing Board member (or Society Member) may take it upon himself or herself to spend or promise monies belonging to the Family Society. All expenses to be reimbursed must first be approved by a majority vote from the Clan Governing



Board. Records and receipts of all monies and expenditures are to be kept by the Clan Treasure and reported to membership at large on a yearly basis. At no time will members be paid for contributing or shipping their family materials or any costs involved in acquiring said materials.

e. The Society reserves the right to expel any member upon a super majority vote (2/3) of the Clan Governing Board. In the event a member is expelled, a prorated refund of the individual's membership dues shall be returned within thirty (30) days.

D. On February 1st of any calendar year in-which a member has failed to remit his or her dues, the member's name will automatically be removed from the Society's mailing list.

f. There shall be at least one Annual Meeting of the Clan Governing Board in July of each calendar year. In every year ending in "0" or "5", the Annual Meeting shall be held in County West Meath, Ireland, where the election and installation of the Clan Chieftain shall take place.

g.. All Annual Meetings, or special meetings, shall be open to all members in good standing.

h. Any Annual Meeting or special meeting other than the Annual Meeting in a year ending in "0" or "5" need not-be held in person and may be held via the Internet

i. In addition to the Annual Meeting, a monthly meeting may be held via the Internet on the first Saturday of each month from January to December.

j. Special board meetings may be called by the Clan Chieftain, or upon the request of any officer or member in good standing. The call for a special board meeting must state the business to be transacted and no business other than the one specified shall be transacted.

#### ARTICLE 15 — Revisions or Amendments

A. The by-laws may be revised or amended at any meeting by a majority vote of all members present and voting; the proposed revision or amendment having been submitted in writing and read to members or mailed to the members previous to the date set for the vote.

Article 16. Indemnification and Civil Liability Immunity. The corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and similar laws.

Article 17 Commencement of Corporate Existence. The date when corporate existence shall commence is the date of incorporation

Article 18 Dissolution. On the dissolution of the corporation, the Board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation shall distribute all of the assets of the corporation exclusively for charitable, scientific or educational purposes in such manner and to such qualified organizations as determined by the Board of Directors. Finances, the records and properties of the society shall be given into the keeping of the Genealogy Section of the County West Meath Public Library, there to remain until the Society shall be reorganized. Failing reorganization, the Society shall convey all property to the County West Meath Public Library for the sole benefit of the Genealogy Section. Any of the assets not so distributed shall be distributed in accordance with the direction of any court having jurisdiction in the county in which the principal office of the corporation is then located, exclusively for the above purposes of the corporation or to a qualified organization or organizations as the court shall determine. For purposes of this article, an organization is a "qualified organization: only if, at the time of receiving the assets, it is operated exclusively for the purposes described in 26 U.S.C.A. or 26 U.S.C.A. 170©(2)(b) and is described in 26 U.S.C.A. 509(a)(1),(2)

In Witness, the undersigned incorporator has signed these articles of incorporation on the date below and has designated the Registered Agent and Office as below indicated

Me/16/ 2005

James Geoghegan 48 NE 19<sup>th</sup> Terrace, Deerfield Beach, Florida 33441

#### Certificate of Designation and Acceptance by Registered Agent

Pursuant to the provisions of Florida Statute 617.0501, the undersigned corporation 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 Florid

- 1 Name of the Corporation: The MacGeoghegan Family Society *Incorporated*
- 2 Name and address of the registered agent and office. James Geoghegan, 48 NE 19<sup>th</sup> Terrace, Deerfield Beach Florida 33441

I, the undersigned person, having been names as registered agent and to accept service of process for the above statement corporation at the place designated in this statement, 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.

Dated

6/16/2005

James C. Geoghegan

Registered Agent/Incorporator