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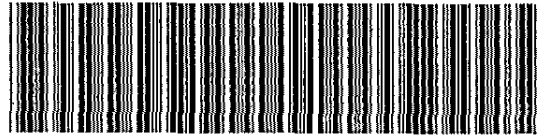
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: South Fort Myers High School Band Booster Club, 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: Ronald A. Eisenberg, Esq.
Name (Printed or typed)

3451 Bonita Bay Blvd., Suite 206
Address

Bonita Springs, FL 34134
City, State & Zip

(239) 344-1272
Daytime Telephone number

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



Henderson|Franklin
ATTORNEYS AT LAW

Bonita Bay Executive Center I
3451 Bonita Bay Boulevard, Suite 206
Bonita Springs, FL 34134
Tel: 239.344.1100 • Fax: 239.498.6225 • www.henlaw.com

Fort Myers • Sanibel

Reply to
Ronald A. Eisenberg
Licensed In Florida, Minnesota, and New York
Direct Dial Number 239.344.1272
E-Mail: ronald.eisenberg@henlaw.com

September 4, 2006

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

Re: South Fort Myers High School Band Booster Club, Inc.

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above-referenced not for profit entity along with a check in the amount of \$87.50 for filing same. I have also enclosed a self-addressed, stamped envelope for your convenience in returning a certified copy of the Articles along with the Certificate of Status.

If you should have any questions, please feel free to contact me.

Sincerely,


Ronald A. Eisenberg

RAE/lsm
Enclosure

#1453215

**ARTICLES OF INCORPORATION
OF
SOUTH FORT MYERS HIGH SCHOOL BAND BOOSTER CLUB, INC.**

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

**ARTICLE 1
NAME AND ADDRESS**

The name of this corporation is South Fort Myers High School Band Booster Club, Inc. The principal business address of the corporation is 14020 Plantation Road, Fort Myers, Florida 33912.

**ARTICLE 2
PURPOSES**

The general nature of the objects and purposes of this corporation shall be:

Section 2.01 To operate exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 by providing positive and active moral support and assistance for the benefit of the band and related music programs of South Fort Myers High School, a public high school of the Lee County School District located in Fort Myers, Florida, and by providing financial assistance to such programs through fund raising activities and by the acceptance of donations for the South Fort Myers High School Band and related music programs; and to do all lawful and appropriate activities incidental to or desirable in connection with the foregoing.

Section 2.02 The purposes for which the corporation is organized are exclusively charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Section 2.03 Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law, such as (but not limited to) attempting to influence legislation by propaganda or otherwise, or participating in any political campaign on behalf of any candidate for public office.

Section 2.04 No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that 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 above. No substantial part of the activities of the

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SECRETARY
TALAHASSEE

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corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or corresponding section of any future federal tax code.

ARTICLE 3

QUALIFICATIONS OF MEMBERS

The membership of this corporation shall constitute all persons hereinafter named as officers and directors and such other persons as, from time to time hereafter, may become members, in the manner provided in the bylaws.

ARTICLE 4

TERM OF EXISTENCE

This corporation shall commence upon the filing of these Articles and shall exist perpetually thereafter.

ARTICLE 5

INCORPORATOR

The name and address of the subscriber to these Articles is:

NAME

ADDRESS

Ronald A. Eisenberg

3451 Bonita Bay Blvd., Suite 206
Bonita Springs, FL 34134

ARTICLE 6

OFFICERS

Section 6.01 The officers of the corporation shall be a President, such number of Vice Presidents, a Secretary, a Treasurer, and such other officers as may be provided in the bylaws.

Section 6.02 The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

OFFICE

NAME

President:

Lisa Troulis

Vice Presidents:

Michelle Cooper and Mary Berner

Secretary and Treasurer:

Gena Eisenberg

Section 6.03 The officers shall be elected at the annual meeting of the Board of Directors or as provided in the bylaws.

ARTICLE 7 **BOARD OF DIRECTORS**

Section 7.01 The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have four (4) Directors initially. The number of Directors may be increased or decreased from time to time by the bylaws, but shall never be less than three (3).

Section 7.02 The Board of Directors shall be members of the corporation.

Section 7.03 Members of the Board of Directors shall be elected and hold office in accordance with the bylaws.

Section 7.04 The names and addresses of the persons who are to serve as Directors for the ensuing year, or until the first annual meeting of the corporation, are:

<u>NAME</u>	<u>ADDRESS</u>
Lisa Troulis	17400 Stepping Stone Drive Fort Myers, FL 33967
Michelle Cooper	6071 Montego Bay Loop Fort Myers, FL 33908
Mary Berner	15641 John Morris Road Fort Myers, FL 33908
Gena Eisenberg	9801 Rookery Circle Estero, FL 33928

ARTICLE 8 **BYLAWS**

Section 8.01 The Board of Directors of this corporation may provide such bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 8.02 Under proper notice the bylaws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE 9
AMENDMENTS

Section 9.01 These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose by a two-thirds (2/3) vote of those present.

Section 9.02 Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the bylaws, of the intention to submit such amendments.

ARTICLE 10
LOCATION

The location of this corporation shall initially be at 14020 Plantation Road, in the City of Fort Myers, County of Lee, State of Florida. The Board of Directors may designate such other and additional addresses for the location of the corporation as it may from time to time see fit.

ARTICLE 11
DISSOLUTION OF CORPORATION

In the event of dissolution of the Corporation, the Corporation, after paying or providing for the payment of all liabilities, shall dispose of all the assets in accordance with the laws governing dissolution of not for profit organizations and organizations exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. The Directors will determine the recipients of the assets and monies, which shall be one or more organizations exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; and/or one or more agencies of the federal, state, or local government (including public school districts); and/or one or more such tax exempt organizations and/or such government agencies as shall be determined by a court of competent jurisdiction. In no event shall any of the corporation's assets be distributed to any member, officer or director of this corporation.

ARTICLE 12
DESIGNATION OF RESIDENT AGENT

The initial resident agent of this corporation for the purpose of accepting service of process within this State shall be Ronald A. Eisenberg, whose address is 3451 Bonita Bay Blvd., Suite 206, City of Bonita Springs, County of Lee, State of Florida.

IN WITNESS WHEREOF, I the undersigned subscribing incorporator, have hereunto set my hand and seal, this 1st day of September, 2006, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

Louis M. Metcalfe
Witness

Ronald A. Eisenberg
Ronald A. Eisenberg, Incorporator

Alice M. Thomson
Witness

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

Having been named to accept service of process for this corporation, at the place designated in these articles of incorporation, I hereby accept the appointment and agree to act in this capacity and to comply with the provisions of Florida Statutes Section 48.091, relative to keeping open said office.

Ronald A. Eisenberg
Ronald A. Eisenberg

#1452913

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA