

No6000010402

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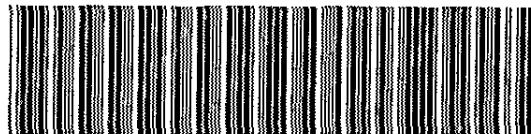
(Business Entity Name)

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COVER LETTER

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

SUBJECT: Kiwanis Club of Northside West Palm Beach, 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

96 possible  
cor a get  
2 certified  
copies

FROM: Steven A. Stinson, Esq  
Name (Printed or typed)

224 2ND TERRACE  
Address

Palm Beach Gardens, FL 33418  
City, State & Zip

561-707-8707  
Daytime Telephone number

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

I need one and one for Kiwanis International.

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**ARTICLES OF INCORPORATION**  
**In Compliance with Chapter 617, F.S. (Not for Profit)**

**ARTICLE I NAME**

The name of the corporation shall be:

Kiwanis Club of Northside West Palm Beach, Inc.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

3965 Investment Lane, #A-4  
Riviera Beach, FL 33404

**ARTICLE III PURPOSE**

The purposes of the corporation are:

1. To give primacy to the human and spiritual rather than to the material values of life.
2. To encourage the daily living of the Golden Rule in all human relationships.
3. To promote the adoption and the application of higher social, business, and professional standards.
4. To develop, by precept and example, a more intelligent, aggressive and serviceable citizenship.
5. To provide through this club, a practical means to form enduring friendships, to render altruistic service and to build better communities.
6. To cooperate in creating and maintaining the sound public opinion and high idealism which make possible the increase of righteousness, justice, patriotism and good will.
7. For the purpose aforesaid, to take over the assets, rights and franchises of the unincorporated club, know as the Kiwanis Club of Northside West Palm Beach, and its members.
8. To do all such things as are incidental or conducive to the attainment of the above objects.

**ARTICLE IV: LIMITATIONS UPON POWERS**

The Powers of this Corporation shall be limited as follows:

No part of the net earnings of the Corporation shall inure to the benefit of any member, Director, or Officer of the Corporation or to any private individual, except that

the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered by a member, Director or Officer or employee and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

#### **ARTICLE V BOARD OF DIRECTORS**

Board of Directors shall be as follows:

The Board of Directors shall consist of all officers and not less than 5 elected directors of the Club. The number of Directors may be increased by an Amendment to the By-Laws

#### **ARTICLE VI MANNER OF ELECTION**

The manner in which the directors are elected or appointed:

Directors and Officers shall be elected by a majority vote of the membership on or before June 1<sup>st</sup> of each year, to take office on or before October 1<sup>st</sup> of that year. Nominations shall be as indicated in the By-Laws.

#### **ARTICLE VII INITIAL DIRECTORS AND/OR OFFICERS**

List Name(s) and Address(es) and specific title(s):

The following current Officers and Directors of the Kiwanis Club of Northside West Palm Beach shall constitute the initial Officers and Directors of the Kiwanis Club of Northside West Palm Beach, Inc.:

1. President: Randy Johnson, Sr.  
1900 W. 23rd Street  
Riviera Beach, Fl 33404
2. President Elect: Lee Hooks  
3802 Westview Avenue  
West Palm Beach, Fl. 33407
3. Past President: Don Kula  
545 N. Margaret Court  
West Palm Beach, Fl. 33413
4. Treasurer: Ginger A. Johnson  
4886 Classic Lane  
West Palm Beach, Fl 33417
5. Secretary: Steven A. Stinson  
224 2<sup>nd</sup> Terrace  
Palm Beach Gardens, Fl 33418

6. Director: Patricia Blash  
Palm Beach Shores, FL.
7. Director: Oliver L. Greene  
1315 11th Street  
West Palm Beach, FL 33401
8. Director: Cheryl D. Johnson  
3965 Investment Lane, A4  
Riviera Beach, FL 33404
9. Director: Barbara Wood  
1732 45<sup>th</sup> Street  
West Palm Beach, FL 33401

#### **ARTICLE VIII INITIAL REGISTERED AGENT AND STREET ADDRESS**

The **name and Florida Street address** of the registered agent is:

Steven A. Stinson, Esq.  
Attorney at Law  
224 2<sup>nd</sup> Terrace  
Palm Beach Gardens, FL 33418

#### **ARTICLE IX INCORPORATOR**

The **name and address** of the Incorporator is:

Randy Johnson, Sr.  
3965 Investment Lane, #A-4  
Riviera Beach, FL 33404

#### **ARTICLE X KIWANIS INTERNATIONAL REQUIREMENTS**

The following Article is required to be included by Kiwanis International, Inc.:

Whenever requested by the Board of Trustees of Kiwanis International the proposed corporation will dissolve or change its form of organization, and that no change in the corporate structure, or in the purposes and powers of the proposed corporation shall be made without the consent of Kiwanis International.

Upon the dissolution of the corporation, the governing board shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets or the corporation exclusively for the purposes of the corporation, in such manner to such organization or organizations organized or operated exclusively for charitable, educational, religious, or scientific purposes, as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue law), as the governing board shall determine. Any such assets not so disposed of shall be

disposed by the Circuit Court in the county in which the principal office of the corporation is located, exclusively for such purposes.

It should further be noted that at the time of incorporation that all Kiwanis clubs are not-for-profit organizations and are group exempt from payment of federal income taxes under Section 501 (c ) (4) of the Internal Revenue Code

.....  
Having been named as registered agent to accept service or process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in that capacity.

Steven A. She                      6/28/06  
Signature of Registered Agent                      Date

FILED STATE  
SECRETARY OF CORPORATION  
DIVISION OF REVENUE  
06 OCT - 4 AM 9:26

Randy Johnson Sr                      6/28/2006  
Signature of Incorporator                      Date

APPROVED  
SEPTEMBER 18, 2006  
KIWANIS INTERNATIONAL  
By Sean Miller