

NO6000011807

(Requestor's Name)

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(City/State/Zip/Phone #)

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PICK-UP

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MAIL

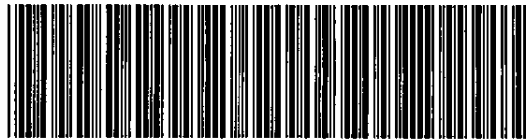
(Business Entity Name)

(Document Number)

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CLERK OF COURT
TALLAHASSEE, FLORIDA

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2006 NOV -8 AM 11:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2006-11-08

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Kiwanis Club of Live
Oak, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

_____ LTD Partnership File _____

_____ Foreign Corp. File _____

_____ L.C. File _____

_____ Fictitious Name File _____

_____ Trade/Service Mark _____

_____ Merger File _____

_____ Art. of Amend. File _____

_____ RA Resignation _____

_____ Dissolution / Withdrawal _____

_____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

_____ Photo Copy _____

_____ Certificate of Good Standing _____

_____ Certificate of Status _____

_____ Certificate of Fictitious Name _____

_____ Corp Record Search _____

_____ Officer Search _____

_____ Fictitious Search _____

_____ Fictitious Owner Search _____

_____ Vehicle Search _____

_____ Driving Record _____

_____ UCC 1 or 3 File _____

_____ UCC 11 Search _____

_____ UCC 11 Retrieval _____

Courier _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 9, 2006

CAPITAL CONNECTION, INC.
ATTN: WL

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

SUBJECT: KIWANIS CLUB OF LIVE OAK, INC.
Ref. Number: W06000049263

We have received your document for KIWANIS CLUB OF LIVE OAK, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

An effective date may be added to the Articles of Incorporation if a 2007 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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) 245-6855.

Tammy Hampton
Document Specialist
New Filing Section

Letter Number: 606A00066096

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2006 NOV 13 AM 11:32
NOV 14 10:20
TO ACHIEVE
SUFFICIENCY OF FILING

FILED

**ARTICLES OF INCORPORATION
OF
KIWANIS CLUB OF LIVE OAK, INC.**

2006 NOV -8 AM 11:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A Not For Profit Florida Corporation

The undersigned incorporator to these Articles of Incorporation, hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I. NAME OF CORPORATION

The name of the corporation is: KIWANIS CLUB OF LIVE OAK, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

105 N. Ohio Avenue
Live Oak, Florida 32064

ARTICLE III. PURPOSE

This corporation is organized for the following purposes:

1. This Corporation is a public benefit corporation.
2. This Corporation is organized and operated exclusively to conduct, support, encourage, and assist such charitable, educational, scientific, religious, and other programs and projects as are described in Section 170(c)(2)(B), 501(c)(3), 2055(a)(2), and 2522(a)(2) of the Internal Revenue Code of 1986 as amended (the "Code") or the corresponding provisions of any subsequent Federal tax laws.

ARTICLE IV. NOT FOR PROFIT NATURE; POWERS

1. The Corporation is organized pursuant to the Florida Nonprofit Corporation Code and is a nonprofit corporation as described in Section 501(c)(3) of the Internal Revenue Code, as amended.

2. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensations for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles of Incorporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislations, and the Corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

3. Anything contained in these Articles of Incorporation to the contrary notwithstanding, the Corporation shall not carry on or otherwise engage in any activities not permitted to be carried on or engaged by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; or (iii) a corporation organized and existing under the Florida Nonprofit Corporation Code.

4. In the event of the dissolution and liquidation of this Corporation, to the extent allowed or permitted under applicable laws, the property and assets of the Corporation shall be as determined by the Board of Directors, distributed to or sold and the proceeds of such sales distributed to (i) Kiwanis International, Inc., or (ii) any other organization(s) organized and operating for the same purposes for which the Corporation is organized and operating or any organization(s), foundation(s), fund(s), or corporation(s) organized and

operating exclusively for religious, charitable, scientific, or educational, or other purposes permitted by Section 501(c)(3) of the Internal Revenue Code, as amended, all of which such organizations, foundations, funds, or corporations shall be exempt under Section 501(c)(3) of the Internal Revenue Code, as amended. In the event that any assets are not disposed of in accordance with the provisions of these Articles of Incorporation or that the Corporation shall fail to act within a reasonable time in the manner provided in these Articles of Incorporation, the Court of Suwannee County shall, upon application of one or more persons having a real interest in the Corporation or its assets make such distribution(s) as provided in these Articles of Incorporation.

ARTICLE V. CORPORATION MANAGEMENT

1. The affairs of the corporation shall be managed by the Board of Trustees of the Corporation.

2. Subject to the provisions of the Articles of Incorporation and the Act, the Corporation will be governed by Bylaws. The Corporation shall have the power to make, alter, amend or repeal the Bylaws of the Corporation in accordance with the approval requirements set forth in the Bylaws, as applicable.

3. Notwithstanding any contrary provisions in these Articles, neither the members nor the Board of Trustees shall have the power or authority to take or authorize any action which shall deprive the Corporation of its status as an exempt organization under the provisions of Section 501(c)(3) of the Code, or such equivalent provision as may hereafter exist from time to time.

4. The Corporation reserves the right to amend, alter, change or repeal any provisions contained in the Articles of Incorporation or in any amendment hereto, in any

manner now or hereafter prescribed or permitted by the Act or any amendment thereto; provided, nevertheless, that such power of amendment shall not authorize any amendment which would have the effect of disqualifying this Corporation as an exempt organization under the provisions of Section 501(c)(3) of the Code, or such equivalent provision as may hereafter exist from time to time.

ARTICLE VI. INITIAL DIRECTORS/OFFICERS

This corporation shall have thirteen (13) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than three (3). The method of election of directors is as stated in the Bylaws.

The names and addresses of the initial directors of this corporation are:

Connie Steele	718 Weller Avenue, S.E. Live Oak, FL 32064
Tony Cameron	200 South Ohio-MLK Avenue Live Oak, FL 32064
Bill Harris	15740 58 th Terrace Live Oak, FL 32060
Myrtle Parnell	P. O. Box 370 Live Oak, FL 32064
John Hill	1105 Howard Street W. Live Oak, FL 32060
Jon Wood	8457 127 th Drive Live Oak, FL 32060
Joel Turner	P. O. Box 370 Live Oak, FL 32064
Charles Blalock	P. O. Box 551 Live Oak, FL 32064

The names and addresses of the initial officers of this corporation are:

Rob Cathcart	115 Grand Street N.E. Live Oak, FL 32064
David Jenness	3794 N.W. Archer Street #102 Lake City, FL 32055
Anita Kent Handy	123 E. Howard Street Live Oak, FL 32064
Kathy Sasser	16352 168 th Street McAlpin, FL 32062
Monja Robinson	P. O. Box 370 Live Oak, FL 32064

ARTICLE VII. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent of this corporation is:

James W. Prevatt, Jr.
105 North Ohio Avenue
Live Oak, Florida 32064

ARTICLE VIII. INCORPORATOR


The name and address of the Incorporator signing these Articles of Incorporation are:

Rob Cathcart
115 Grand Street, N.E.
Live Oak, Florida 32064

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 1 day of November, 2006.



ROB CATHCART
Incorporator

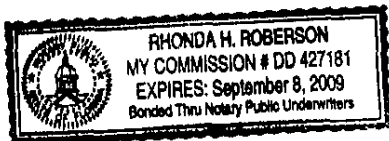

JAMES W. PREVATT, JR.
Registered Agent

STATE OF FLORIDA
COUNTY OF SUWANNEE


Sworn to and Subscribed before me this 1st day of November, 2006, by ROB CATHCART., as Incorporator, who
☒ is personally known to me or
☐ has produced as identification _____

(Insert Type of Identification)

and who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed such instrument.



(NOTARIAL SEAL)


Rhonda H. Roberson
(Type or Print Notary's Name)
Notary Public
My Commission Expires: 9-8-09

STATE OF FLORIDA
COUNTY OF SUWANNEE

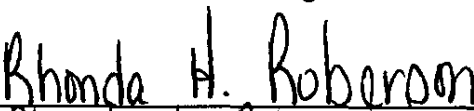
Sworn to and Subscribed before me this 1st day of November, 2006, by JAMES W. PREVATT, JR., as Registered Agent, who
☒ is personally known to me or
☐ has produced as identification _____

(Insert Type of Identification)

and who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed such instrument.



(NOTARIAL SEAL)


Rhonda H. Roberson
(Type or Print Notary's Name)
Notary Public
My Commission Expires: 9-8-09

STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate designating place of business or domicile for the service of process within
this state, naming agent upon whom process may be served

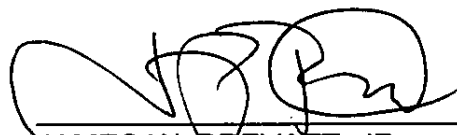
James W. Prevatt, Jr.

The following is submitted, in compliance with Chapter 617.0202 Florida Statutes:

KIWANIS CLUB OF LIVE OAK, INC., a non-profit corporation organizing under the
laws of the State of Florida with its principal offices at Post Office Box 568, Live Oak,
Florida 32064 and has named James W. Prevatt, Jr., at 105 N. Ohio Avenue, Live Oak,
Florida 32064 as its agent to accept service of process within this state.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep my office open
during prescribed hours; and to post my name in some conspicuous place in my office as
required by law.

A handwritten signature in black ink, appearing to read 'JWP', is written over a horizontal line.

JAMES W. PREVATT, JR.
Registered Agent