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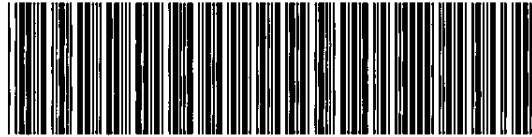
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January 31, 2007

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Butterflies from Heaven Foundation Inc.

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include
Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

NEW FILINGS	
	Profit
X	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

**ARTICLES OF INCORPORATION
OF
BUTTERFLIES FROM HEAVEN FOUNDATION INC.**

The undersigned incorporator, for the purpose of forming a corporation not for profit pursuant to the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I
NAME AND ADDRESS**

1.1 Name. The name of the corporation shall be BUTTERFLIES FROM HEAVEN FOUNDATION INC. For convenience, the corporation shall be referred to in this instrument as the "Corporation," these Articles of Incorporation as the "Articles," and the Bylaws of the Corporation as the "Bylaws."

1.2 Address. The address of the initial principal office and the mailing address of the Corporation is:

14611 Kirsten Court
Davie, Florida 33325

**ARTICLE II
PURPOSE**

The Corporation is organized for the following purposes:

1. as a non-profit organization created by four bereaved mothers who understand how the death of a baby can affect a family
2. assisting the community and bereaved families of a stillborn or deceased infant with:
 - a remembrance keepsake of their baby
 - photography accessories for all delivering hospitals
 - bereavement training and education
 - funeral related expenses such as a grave marker or urn
2. To carry out such other lawful activities as are necessary or appropriate to achieve the foregoing objectives.

**ARTICLE III
MEMBERS**

3.1 Membership. The membership of the Corporation shall be determined in accordance with the Bylaws, as may be amended from time to time by the members.

3.2 Voting. Members shall not be entitled to vote.

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3.3 Meetings. The Bylaws shall provide for an annual meeting of members, and may make provision for regular and special meetings of members other than the annual meeting.

ARTICLE IV TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE V INCORPORATOR

The name and address of the Incorporator of this Corporation are:

<u>Name</u>	<u>Address</u>
Aletha Pillon-Fink	14611 Kirsten Court Davie, Florida 33325

ARTICLE VI OFFICERS

The affairs of the Corporation shall be administered by the officers designated in the Bylaws. Each year, the Board of Directors of the Corporation shall elect the officers at its first meeting after the annual meeting of the members of the Corporation. The officers of the Corporation shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Title(s)</u>	<u>Name</u>
President	Aletha Pillon-Fink 14611 Kirsten Court Davie, Florida 33325
Vice President	Georgia Modreck 1835 Chinkapin Trail Monterey, TN 38574
Secretary	Lori Kelemen 8872 Lake Park Circle S Davie, Florida 33328
Treasurer	Kimberly Warters 17531 SW 68 th Court Southwest Ranches, Florida 33331

ARTICLE VII BOARD OF DIRECTORS

7.1 Number and Qualification. The property, business and affairs of the Corporation shall be managed by a board of directors (the "Board"). The Bylaws shall set forth the size of the Board, which shall never be less than three (3) directors.

7.2 Election; Removal. Each year, the then current board of directors shall elect the Directors of the Corporation for the following year in the manner set forth in the Bylaws. Directors may be removed and vacancies on the Board shall be filled in the manner provided by the Bylaws.

7.3 First Directors. The names and addresses of the members of the first Board, who shall hold office until their successors are elected and have taken office, as provided in the Bylaws, are as follows:

<u>Name</u>	<u>Address</u>
Aletha Pillon-Fink	14611 Kirsten Court Davie, Florida 33325
Georgia Modreck	1835 Chinkapin Trail Monterey, TN 38574
Lori Kelemen	8872 Lake Park Circle S Davie, Florida 33328
Kimberly Warters	17531 SW 68 th Court Southwest Ranches, Florida 33331

ARTICLE VIII INDEMNIFICATION

8.1 Right to Indemnification. The Corporation shall indemnify each person (including the heirs, executors, administrators or estate of such person) who is or was a director, officer, employee or agent of the Corporation to the fullest extent permitted or authorized by current or future law, against all fines, liabilities, costs and expenses, including attorneys' fees, asserted against him or incurred by him in his capacity as a director, officer, agent, employee, or representative, or arising out of his status as a director, officer, agent, employee or representative. The foregoing right of indemnification shall not be exclusive of other rights to which those seeking an indemnification may be entitled.

8.2 Advances. Costs, charges and expenses (including attorneys' fees) incurred by a person referred to in Section 8.1 in defending a civil or criminal suit, action or proceeding shall be paid by the Corporation in advance of the final disposition thereof, upon receipt of an undertaking to repay all amounts advanced if it is ultimately determined that the person is not entitled to be indemnified by the Corporation as authorized by this Article, and upon satisfaction of other conditions required by current or future law.

8.3 Savings Clause. If this Article or any portion of it is invalidated on any ground by a court of competent jurisdiction, the Corporation shall nevertheless indemnify each person described in Section 8.1 to the fullest extent permitted by law.

8.4 Insurance. The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving, at the request of the Corporation, as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of this Article.

8.5 Amendment. Anything to the contrary herein notwithstanding, the provisions of this Article may not be amended without the prior written consent of all persons whose interest would be adversely affected by such amendment.

ARTICLE IX BYLAWS

The first Bylaws of the Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided therein.

ARTICLE X AMENDMENTS

Amendments to these Articles shall be adopted at a meeting of the board of directors by a majority vote of the directors then in office.

ARTICLE XI REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the Corporation shall be located at 1580 Sawgrass Corporate Parkway, Suite 130, Sunrise, Florida 33323. The initial registered agent of the Corporation at that address is JCHPA Registered Agents Inc., attn: John C. Hamlin, Esq.

29 IN WITNESS WHEREOF, the Incorporator has signed these Articles of Incorporation this
day of January, 2007.


Aletha Pillon-Fink

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for BUTTERFLIES FROM HEAVEN FOUNDATION INC. at the place designated in the Articles of Incorporation, I hereby agree to act in this capacity. I am familiar with and agree to accept the obligations and duties imposed by Section 617.0503 Fla. Stat. (2006).

Dated this 30th day of January, 2007.

JCHPA REGISTERED AGENTS INC.

By: 

John C. Hamlin, Authorized Representative

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