

NO7000001740

(Requestor's Name)

(Address)

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Greenberg Trautman  
401 E. Tallahassee Blvd, Ste 2000  
FT Landerdale, FL 33301

(Business Entity Name)

(Document Number)

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W07-6949

B. McKnight FEB 19 2007



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 9, 2007

GENE SUPPELL  
GREENBERG TRAUIG  
401 E LAS OLAS BLVD STE 2000  
FT LAUDERDALE, FL 33301

SUBJECT: TROOP RNR, INC.  
Ref. Number: W07000006949

We have received your document for TROOP RNR, INC. and your check(s) totaling \$87.50. 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.

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) 245-6931.

Becky McKnight  
Document Specialist  
New Filing Section

Letter Number: 507A00010021

**ARTICLES OF INCORPORATION**

**OF**

**Troop RnR, Inc.**

**ARTICLE I.**

**NAME**

The name of the Corporation is "Troop RnR, Inc."

**ARTICLE II.**

**MAILING ADDRESS**

The current mailing address of the principal place of business of the Corporation is \_  
505 West Palm Aire Drive, Pompano Beach, Florida \_\_33069.

**ARTICLE III.**

**NOT FOR PROFIT CORPORATION**

The Corporation is organized as a "not for profit corporation" under Chapter 617 of the Florida Statutes, and is intended to be a non-private foundation as described in Section 509 of the Internal Revenue Code of 1986, as amended (the "Code").

**ARTICLE IV.**

**PURPOSES**

The purpose of the Corporation is: To Provide A Safe Haven for Re-Building Families.

The Bylaws of the Corporation may provide examples of the possible use and purposes of the Corporation in illustration as opposed to limitation.

The Corporation hereby expresses its intent to be an organization exempt from taxation under Section 501(c)(3) of the Code and to be an organization whose contributions are deductible under Sections 170, 2055, 2106(a)(2)(A) and 2522 of the Code.

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## **ARTICLE V.**

### **SOURCE OF CONTRIBUTIONS**

The Corporation will solicit contributions from all possible sources including, but not limited to, individual, corporate and community sources.

## **ARTICLE VI.**

### **POWERS**

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized; to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use and dispose of real or personal property in connection with the purposes of the Corporation; to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a corporation not for profit under Florida law.

## **ARTICLE VII.**

### **LIMITATIONS**

(a) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its 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 in Article IV hereof.

(b) No part of the corporate activities shall be an attempt to influence legislation by any means, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office, or engage in political activities of any kind, except as permitted by the provisions of Section 501(h) of the Code.

(c) Notwithstanding any other provisions of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by organizations exempt under Section 501(c)(3) of the Code and the regulations thereunder as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Sections 170, 2055, 2106(a)(2) and 2522 of the Code.

(d) This Corporation, if it is a "private foundation" as defined in Section 509(a) of the Code at any time, shall not while it is such a private foundation:

i) Engage in any act of "self-dealing" as defined in Code Section 4941(d), which would give rise to any liability for the tax imposed by Code Section 4941(a);

ii) Retain any "excess business holdings" as defined in Code Section 4943(c), which would give rise to any liability for the tax imposed by Code Section 4943(a);

iii) Make any investment which would jeopardize the carrying out of any of its exempt purposes within the meaning of Code Section 4944, so as to give rise to any liability for the tax imposed by Code Section 4944(a);

iv) Make any "taxable expenditures" as defined in Code Section 4945(d), which would give rise to any liability for the tax imposed by Code Section 4945(a); and

v) Fail to make distributions in each year for the purposes specified in the Articles of Incorporation in such amounts as to avoid liability for the tax imposed by Code Section 4942(a). The references herein to designated sections of the Code shall be deemed to include any corresponding provisions of Federal tax laws at any time and from time to time in force and effect during the continuance of the Corporation.

## **ARTICLE VIII.**

### **DISTRIBUTION ON DISSOLUTION**

In the event of dissolution of the Corporation, all of the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed to an organization located in Broward County, Florida, with similar purposes as the Corporation and qualified under Code Section 501(c)(3) and, if there is no such organization, the assets shall be distributed in the discretion of the Board of Directors, to an organization or organizations with similar purposes, having its principal place of operation in Broward County, Florida, and qualified under Code Section 501(c)(3). If, upon such dissolution, any assets of the Corporation are not disposed of pursuant to the foregoing provisions, any such assets shall be disposed of by the Circuit Court of the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization, as said Court shall determine, which are organized and operated exclusively for purposes substantially similar to this Corporation.

#### **ARTICLE IX.**

##### **MEMBERS**

The corporation shall have no members.

#### **ARTICLE X.**

##### **TERM**

The term of the corporation shall be perpetual.

#### **ARTICLE XI.**

##### **INCORPORATORS**

The name and address of the incorporators of the Corporation are:

Walter E. Suppell  
505 W. Palm-Aire Dr  
Pompano Beach, FL 33069

Patricia L. Suppell  
505 W. Palm-Aire Dr

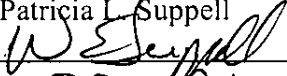
Pompano Beach, FL 33069


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\_\_\_\_\_

## ARTICLE XII.

### BOARD OF DIRECTORS

The number of persons constituting the Board of Directors shall be \_\_\_\_\_ ( ) or more. The number of members of the Board of Directors may be increased or decreased as provided in the Bylaws, but in no event shall the number of directors be less than \_\_\_\_Two\_\_\_\_ (2). The names and addresses of the initial Board of Directors are as follows:

Walter E. Suppell  
Patricia L. Suppell  
  
505 W Palm Ave Dr  
Pompano Beach FL 33069

  
505 W Palm Ave Dr  
Pompano Beach FL 33069

The Directors of the corporation shall, at all times, be limited to individuals who shall be elected as provided in the Corporation's Bylaws.

## ARTICLE XIII.

### BYLAWS

Bylaws shall be adopted, altered, amended or repealed by a majority of the Board of Directors of the Corporation. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or the Articles of Incorporation.

**ARTICLE XIV.**

**AMENDMENT TO ARTICLES OF INCORPORATION**

The Articles of Incorporation shall only be amended by two-thirds vote of the Board of Directors of the Corporation.

**ARTICLE XV.**

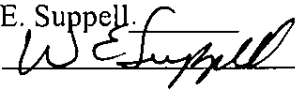
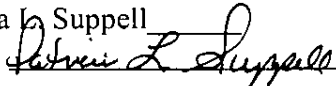

**INITIAL REGISTERED AGENT**

The street address of the initial registered office of the Corporation is 505 W. Palm-Aire Dr., Pompano Beach \_\_, Florida 33069\_. The name of the initial registered agent of the Corporation at that address is \_\_\_Walter E. Suppell\_\_\_\_.

**ARTICLE XVI.**

**OFFICERS**

The affairs of the Corporation shall be managed by the President, Secretary and Treasurer and such other officers as may from time to time be created by the Bylaws. The names of the officers and the offices they shall hold until the first election hereinafter provided for shall be:

President:	Walter E. Suppell.  _____
Secretary:	Patricia L. Suppell  _____
Treasurer:	Walter E. Suppell  _____

The officers of this corporation, as provided by the Bylaws of the Corporation, shall be elected by the Directors of the Corporation, in the manner therein set out, and shall serve until



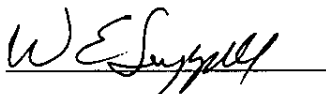
their successors are elected and have qualified. The Directors shall elect the regular officers of the Corporation at the annual meeting for terms of one (1) year.

## ARTICLE XVII.

### ANNUAL MEETING

The annual meeting shall be held in accordance with the Bylaws.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation of \_\_Troop RnR\_\_\_\_\_ this \_\_5\_\_ day of \_January, 2007.



President

### CONSENT OF REGISTERED AGENT OF Troop RnR

The undersigned, Walter E. Suppell\_\_\_\_\_, whose business address is 505 W. Palm Aire Dr, Pompano Beach, Florida 33069\_\_\_\_\_, hereby accepts appointment as the initial registered agent of Troop RnR, a Florida corporation, and accepts the obligations provided for in Section 617.0501, Florida Statutes.

  
Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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