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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

WOMEN'S COUNCIL OF REALTORS, SARASOTA CHAPTER, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
WOMEN'S COUNCIL OF REALTORS, SARASOTA CHAPTER, INC.**

These Articles of Incorporation are signed by the undersigned incorporator for the purpose of forming a corporation not for profit under the provisions of Florida Statutes, Chapter 617, as follows:

ARTICLE I - NAME: PRINCIPAL OFFICE

The name of this corporation is WOMEN'S COUNCIL OF REALTORS, SARASOTA CHAPTER, INC. The street address of the initial principal office of the corporation is 3590 South Tuttle Avenue, Sarasota, FL 34239. The corporation's mailing address is the same.

ARTICLE II - TERM

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The corporation is organized to support the national Women's Council of Realtors' objectives, provide real estate professionals with the opportunity to create business opportunities and develop skills for future success and any other purpose that relates to the real estate profession and that qualifies under Section 501(c)(6) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV - POWERS

This corporation shall have and exercise all the powers of non-profit corporations under the laws of the State of Florida which are necessary or convenient to effect the purposes of the corporation.

ARTICLE V - LIMITATIONS ON POWERS

No part of the assets or net earnings of the corporation shall inure to the benefit of, or be distributable to, its members (if any), 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 payment and distributions for furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The registered office for this corporation shall be CAPITAL CONNECTION, INC., 417 East Virginia Street, Suite 1, Tallahassee, Florida 32301. The registered agent at such registered office shall be CAPITAL CONNECTION, INC.

ARTICLE VII - BOARD OF DIRECTORS; OFFICERS

The affairs of the corporation shall be managed by the Board or Directors, also known as the Governing Board. The Board of Directors shall be elected pursuant to guidelines established by the corporation's bylaws. The Board of Directors shall have all requisite power and authority customarily vested in corporate directors and officers over the business and affairs of the corporation. The officers of the corporation shall be: a president, vice president, secretary, treasurer and any other officers which may be

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established by the bylaws of the corporation. The officers and the Board of Directors shall perform such duties, shall hold office for such time, and shall take office at such times as provided by the bylaws of the corporation. The initial Directors are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
MICHELLE CRABTREE	Director President	3590 TUTTLE AVENUE SARASOTA, FL 34239
CARI J. FANNES	Director President Elect	3590 TUTTLE AVENUE SARASOTA, FL 34239
DORIS EDWARDS	Director	3590 TUTTLE AVENUE SARASOTA, FL 34239

ARTICLE VIII - BYLAWS

The bylaws of this corporation shall be made, altered, or rescinded by the Board of Directors at any regular or special meeting held in accordance with the bylaws.

ARTICLE IX - AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended from time to time by a resolution adopted by two-thirds vote of the Board of Directors; provided however, that these Articles of Incorporation shall not be amended to permit the corporation to engage in any activity prohibited by these Articles.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil or criminal, administrative or investigative (whether or not by or in the right of the corporation), by reason of the fact he is or was a director or officer of the corporation, against any and all expenses (including attorney's fees, court costs and appellate costs and fees), judgments, fines and amounts paid in settlement incurred by him or her in

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connection with such action, suit or proceeding, except for an director or officer who is adjudged guilty of willful misfeasance or willful malfeasance in the performance of his duties. Such right of indemnification shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs and personal representative of such person; provided, however, that if any past or present officer or director sues the corporation, other than to enforce this indemnification, the past or present officer or director instituting such suit shall not have the right of indemnification hereunder in connection with that suit. The corporation is authorized to purchase insurance to provide funds for the indemnification hereinabove set forth and, if such insurance is purchased but the proceeds thereof are not sufficient to cover the cost of indemnification, the deficiency shall be paid from corporate funds. If there are no funds available to pay the costs of the indemnification or deficiency resulting from insufficient insurance coverage, then the members of the Board of Directors shall cover such costs. This indemnification is an absolute right, and any such assessments shall be made notwithstanding any other provisions contained herein to the contrary.

ARTICLE XI - INCORPORATOR

The name and address of the incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
MICHELLE CRABTREE	3590 TUTTLE AVENUE SARASOTA, FL 34239

IN WITNESS WHEREOF, the incorporator has signed these articles of incorporation on

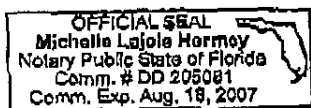
May 29, 2007.

Michelle Crabtree
MICHELLE CRABTREE

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on May 29, 2007, by MICHELLE CRABTREE, who is personally known to me or who has produced _____ as identification.



Michelle Lajoie Hervey

(Name MICHELLE LAJOIE HERVEY)
Notary Public
Serial Number (if any) _____
Commission Expiration Date _____

MAY 30 2007 11:29AM

CAPITAL CONNECTION

NO. 8417 P. 7

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated in the foregoing articles of incorporation as registered agent, hereby accepts such designation and agrees to serve as registered agent.

CAPITAL CONNECTION, INC.,
a Florida corporation

By: Stacey Piland
As its: Client Representative

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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