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FLORIDA PROFIT/NON PROFIT CORPORATION

MARGARITA SOCIETY OF VOLUSIA COUNTY, INC.

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ARTICLES OF INCORPORATION

OF

MARGARITA SOCIETY OF VOLUSIA COUNTY, INC.

(a Florida corporation not for profit)

The undersigned, hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of becoming incorporated under the laws of the State of Florida, in accordance with the provisions of the Statutes of said state, providing for the formation, liabilities, rights, privileges, and immunities of corporations not for profit.

ARTICLE I
NAME

The name of this Corporation shall be:

MARGARITA SOCIETY OF VOLUSIA COUNTY, INC.

ARTICLE II
PURPOSE AND POWERS

The general purpose for which the Corporation is organized is to provide toys to disadvantaged children.

The Corporation shall have all common law and statutory powers of a corporation not for profit not in conflict with the terms of these articles.

ARTICLE III
DURATION

This Corporation shall have perpetual existence.

ARTICLE IV
MEMBERS

The members of the Corporation shall be persons eighteen years of age or older. New members shall be admitted by majority vote of active members present and voting. There shall be a membership committee, which shall be appointed by the Board of Directors, which shall determine

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the qualifications of persons who apply for active membership. Admission as a member shall be by majority vote of active members attending and voting at any duly convened meeting.

ARTICLE V
PRINCIPAL OFFICE

The initial principal office of the corporation is to be located at 444 Seabreeze Blvd., Suite 900, Daytona Beach, FL 32118, and the mailing address of the corporation is to be Post Office Box 15200, Daytona Beach, FL 32115, with the privilege of having other offices at other places within and without the State of Florida.

ARTICLE VI

The name and address of the subscriber of this Corporation is: Charles D. Hood, Jr., 444 Seabreeze Blvd., Suite 900, Daytona Beach, FL 32118.

ARTICLE VII
DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation are two (2) and the names and addresses of the persons who are to serve as members thereof are as follows:

<u>Name</u>	<u>Address</u>
Charles D. Hood, Jr.	P.O. Box 15200 Daytona Beach, FL 32115
Buddy Davenport	1305 State Rd. 44 New Smyrna Beach, FL 32168

The number of directors may be changed from time to time in accordance with the By-Laws.

ARTICLE VIII
OFFICERS

The officers of said corporation shall be a President, a Vice President, a Secretary and a Treasurer, and such other officers and agents as may be deemed necessary. All officers, agents and directors shall be chosen in such manner, shall hold their offices for such terms, and shall have such powers and duties as may be prescribed by the By-Laws. Any person may hold two or more offices. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Charles D. Hood, Jr.	President	P.O. Box 15200 Daytona Beach, FL 32115
Buddy Davenport	Vice President	1305 State Rd. 44 New Smyrna Beach, FL 32168

ARTICLE IX BYLAWS

The By-Laws of the Corporation shall be made and may be amended or rescinded by a two-thirds (2/3) affirmative vote of the active members present and voting at any regular meeting or at any special meeting called for that purpose; provided that any such proposed amendment or rescission shall have been proposed at the next previous regular meeting, or that notification of same shall have been given to all active members not less than ten (10) days prior to the meeting at which the proposed amendment or rescission is to be acted upon.

ARTICLE X AMENDMENTS

Except as otherwise herein provided, amendments to the articles of incorporation shall be proposed and adopted in the following manner:

(a) Any amendment may be proposed by the Board of Directors of the Corporation acting upon a vote of a majority of the directors, or by a majority of members of the Corporation; whether meeting as members or by instrument in writing signed by them.

(b) Upon any amendment or amendments to these articles of incorporation being proposed by said Board of Directors or members, such proposed amendment or amendments shall be transmitted to the president of the Corporation or other officer of the Corporation in the absence of the president, who shall thereupon call a special meeting of the members of the Corporation for a day no sooner than ten (10) days nor later than thirty (30) days from the receipt by him of the proposed amendment or amendments, and it shall be the duty of the secretary to give to each member written notice describing the proposed amendment or amendments in reasonably detailed form. Such notice shall be mailed to or presented personally to each member not less than five (5) nor more than twenty (20) days before the date set for such meeting. If mailed, such notice shall be deemed to be properly given when deposited in the United States mail, postage prepaid, addressed to the member at his office address as it appears on the records of the Corporation. Any member may, by written waiver of notice signed by such member, waive such notice, and such waiver when filed in the records of the Corporation, whether before or after the holding of the meeting, shall be deemed equivalent to the giving of such notice to such member. In order to become effective, the proposed amendment or

amendments must be approved by the affirmative vote of at least two-thirds (2/3) of the total membership of the Corporation.

(c) At any meeting held to consider any amendment or amendments of these articles of incorporation, the written vote of any member of the Corporation shall be recognized, if such member is not in attendance at such meeting or represented thereat by proxy, provided such written vote is delivered to the secretary of the Corporation at or prior to such meeting.

ARTICLE XI DISSOLUTION

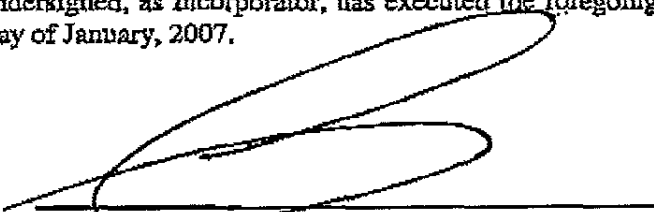
(a) Upon dissolution of the Corporation, all of its assets remaining after provision for creditors and payment of all costs and expenses of such dissolution shall be distributed to the members of the Corporation in such manner and in such proportions as may be determined by majority vote of the Board of Directors at the time of such dissolution, provided that all members of each class of membership, whether there be one or more than one such class, shall share equally with each other member of the same class, subject to adjustment for unpaid dues and assessments, if any.

(b) The Corporation may be voluntarily dissolved only upon a resolution to that effect being approved by two-thirds (2/3) of the members of the Board of Directors and by seventy-five (75%) percent of the members of the Corporation, and upon compliance with any and all other requirements of Florida law in effect at the time of dissolution.

ARTICLE XII REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be 444 Seabreeze Blvd., Suite 900, Daytona Beach, FL 32118, and the initial registered agent of this corporation at such office shall be Charles D. Hood, Jr., who upon acceptance shall comply with the provisions of Section 617.0501, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation, on this 21st day of January, 2007.



Charles D. Hood, Jr., Incorporator

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing were acknowledged before me this 21st day of January, 2007, by Charles D. Hood, Jr., who is personally known to me.



Sue A. Hensler
Notary Public, State of Florida at Large

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Margarita Society of Volusia County, Inc., which is contained in the foregoing Articles of Incorporation.

DATED this 21st day of January, 2007.

Charles D. Hood, Jr.