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Claire Cubbin Attorney at Law

2101 N. Andrews Avenue Suite 401–402 Fort Lauderdale, Florida 33311–3940

> (954) 566-0111 Fax (954) 566-5859

January 31, 2008

#### TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

#### SUBJECT: CLAN WIER SOCIETY OF THE UNITED STATES, INC.

#### FROM:

Claire Cubbin, Esq. Claire Cubbin, Esq. Attorney at Law 2101 N. Andrews Avenue Suite Nos. 401-402 Fort Lauderdale, Florida 33311-3940

For further information concerning this matter, please call Claire Cubbin, Esq. at (954) 566-0111.

Enclosed are an original and two (2) copies of the **Articles of Incorporation** and a check for \$87.50 for Filing Fee, Certificate of Status & Certified Copy

# ARTICLES OF INCORPORATION OF CLAN WEIR SOCIETY OF THE UNITED STATES, Tre

In compliance with the requirements of F.S. Chapter 617, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a non-profit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

#### **ARTICLE I**

#### Name

The name of the Corporation shall be Clan Weir Society of the United States, Inc.

#### **ARTICLE II**

#### Duration

The existence of the Corporation shall begin on: **February 1, 2008** and its duration (term) is perpetual, unless dissolved according to law.

### ARTICLE III

**Principal Office** 

The street address of the principal office of the Corporation is: 1432 N. Dixie Highway, in the City of Ft. Lauderdale, County of Broward, and State of Florida, 33304.

#### ARTICLE IV

#### Purposes

This Corporation is organized and shall be operated exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under

section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, more specifically:

- 1. To perpetuate the traditions and customs of Scotland.
- 2. To promote the development and continuance of an organization of persons and families named Weir and their descendants, no matter the spelling.
- 3. To assist members in their genealogical research by establishing, maintaining, and increasing computer data base records of Weir, Wier, Vere, Ver, Wyer, and allied families.
- 4. To share and perpetuate Scottish traditions and to promote and increase friendships with those of similar minds now residing in Scotland and other countries.
  - 5. To promote international, national, regional and state Gatherings.
- 6. To secure the reestablishment of the Weir as a united Scottish Family, through the Lyon Court.
- 7. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount of value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.
- 8. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

#### **ARTICLE V**

#### Limitation

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Trustees or Officers, or other private persons, but 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 (Purposes). 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 (a) by a corporation exempt from federal income tax

under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### ARTICLE VI Dissolution of Assets

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent jurisdiction of the county in which organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

# ARTICLE VII Board of Directors Manner of Selection

The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is five. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The initial board of directors shall be composed of the five officers of said corporation, elected by the membership of said corporation: President, President-elect, Vice President, Secretary, and Treasurer. Subsequent vacancies on said Board of Directors shall be filled by appointment by such Board.

# ARTICLE VIII Initial Directors and/or Officers

Names

Addresses

Ronald L. Wier, President

2411 Bimini Lane

Fort Lauderdale, Florida 33312

John Wier, President-Elect

3315 Wiscasset Road, #210

Dearborn, MI 48120

Thomas Wier, Vice President

5005 Dell Drive

Mt. Juliete, TN 37122

Shawn Wier, Secretary

5005 Dell Drive

Mt. Juliete, TN 37122

Maurine Wier, Treasurer

169 Jackson Street

Titusville, FL 32780

# ARTICLE IX Officers

The Officers of the Corporation shall consist of a President, President-elect, Vice President, Secretary, and Treasurer, and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the members of the Corporation (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Ronald L. Wier, President

2411 Bimini Lane

Fort Lauderdale, Florida 33312

John Wier, President-Elect

3315 Wiscasset Road, #210

Dearborn, MI 48120

Thomas Wier, Vice President

5005 Dell Drive

Mt. Juliete, TN 37122

Shawn Wier, Secretary

5005 Dell Drive

Mt. Juliete, TN 37122

Maurine Wier, Treasurer

169 Jackson Street

Titusville, FL 32780

# ARTICLE X Bylaws

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

# ARTICLE XI Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

## ARTICLE XII Indemnification

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

#### ARTICLE XIII

#### **Initial Registered Agent and Street Address**

The initial street address of the Corporation's registered office is: 2101 N. Andrews Avenue, Suite Nos. 401-402, Fort Lauderdale, Florida, 33311-3940. The initial registered agent for the Corporation at that address is: Claire Cubbin, Esq..

#### **ARTICLE XIV**

#### Incorporator

The name and street address of the person signing these articles of incorporation is:

Name

Address

Ronald L. Wier

2611 Bimini Lane Fort Lauderdale, FL 33304

IN WITNESS WHEREOF, the undersigned has hereunto subscribed her name this 3/21 day of January, 2008.

Ronald L. Wier

Date:

Incorporator

#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for River Run Civic Association, Inc., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.

Claire Cubbin, Esq.

Registered Agent

Date:

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SECRETARY OF STATE