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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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EB 7/9/08

W08000025692

COVER LETTER

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

SUBJECT: BUSINESS AND PROFESSIONAL WOMEN OF CHARLOTTE COUNTY, INC.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: MARY A. BYRSKI
Name (Printed or typed)

P.O. BOX 510180
Address

PUNTA GORDA, FL 33951
City, State & Zip

941-833-9262
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 23, 2008

MARY A. BYRSKI
PO BOX 510180
PUNTA GORDA, FL 33951

SUBJECT: BUSINESS AND PROFESSIONAL WOMEN OF CHARLOTTE
COUNTY, INC.
Ref. Number: W08000025692

We have received your document for BUSINESS AND PROFESSIONAL
WOMEN OF CHARLOTTE COUNTY, INC. and your check(s) totaling \$70.00.
However, the enclosed document has not been filed and is being returned for the
following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are
elected or appointed be contained in the articles of incorporation or a statement
that the method of election of directors is as stated in the bylaws.

Please return the corrected 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) 245-6062.

Eula Peterson
Regulatory Specialist II
New Filing Section

Letter Number: 308A00032859

June 30, 2008

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

Re: Business and Professional Women of Charlotte County, Inc.

To Whom It May Concern:

Per your request, we have revised our articles of incorporation to reflect the manner in which directors are elected or appointed. We have attached the revised articles of incorporation, along with a copy. A copy of your letter is also enclosed.

Please re-file these articles of incorporation as soon as possible. Thank you for your attention to this request.

Sincerely,

A handwritten signature in black ink, appearing to read "Brenda J. Lynch". The signature is fluid and cursive, with the first name "Brenda" being more prominent.

Brenda J. Lynch, Treasurer

Enc.

ARTICLES OF INCORPORATION
OF
BUSINESS AND PROFESSIONAL WOMEN
OF CHARLOTTE COUNTY, INC
A Florida not for profit corporation

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ARTICLE I
Name

The name of this not for profit corporation is BUSINESS AND PROFESSIONAL WOMEN OF CHARLOTTE COUNTY, INC., a Florida not for profit corporation.

ARTICLE II
Address

It's principal place of business is 230 Bal Harbor, Suite 113, Punta Gorda, Florida 33950, and its mailing address is P.O. Box 510180, Punta Gorda, Florida 33951.

ARTICLE III
Not for Profit Corporate Purpose

This not for profit corporation is organized to promote equality for all women in the workplace through advocacy, education, and information, and to carry on any lawful purpose or purposes not for pecuniary profit which may be done by a not for profit corporation organized and existing under and by virtue of the Florida Not For Profit Corporation Act, Florida Statutes, Chapter 617 (2003), as amended, not specifically prohibited by any other laws of Florida, and within the meaning of Section 501 (c) (6) of the Internal Revenue Code of 1986, as amended, including charitable, educational, historical, and cultural purposes.

ARTICLE IV
Directors & Election of Directors

The affairs of this not for profit corporation shall be conducted by a board of directors, the exact number of said board of directors to be fixed from time to time by the bylaws of this not for profit corporation, except that at no time shall the bylaws permit less than three (3) directors. The directors shall be elected at the not for profit corporation's annual meeting in April. Only individuals who are members in good standing shall be eligible to serve on the Board of Directors. At a business meeting preceding the annual meeting, a nominating committee of at least three members shall be selected. The nominating committee shall present to the annual meeting a slate of one or more nominees for director position. Nominations may also be made from the floor. The bylaws of this not for profit shall determine the term of office for each director position and the Board officer positions

ARTICLE V

Dissolution

The corporation shall dissolve upon a majority vote of the board of directors. In the event of the dissolution of the corporation, the board of directors shall adopt a plan of dissolution which shall not be subject to a vote of the members, but which shall be authenticated, certified, and filed with the Secretary of State. The plan of dissolution shall provide that:

- (a) All liabilities and obligations of the corporation be paid and discharged, or adequate provisions be made therefore;
- (b) Assets held by the corporation upon conditioning requiring return, transfer, or conveyance, which conditions occurs by reason of the dissolution, be returned, transferred, or conveyed in accordance with such requirements;
- (c) All remaining assets received and held by the corporation be transferred or conveyed to the Florida Federation, A BPW district, a BPW local organization, the BPW Foundation, or a state or local BPW Foundation that has qualified for exemptions under Section 501 (c) (3) of the Internal Revenue Code and state tax regulations. None of the assets will be distributed to any member, officer, or trustee of this organization.

ARTICLE VI

Registered Agent and Office

The street address of the initial registered office of this not for profit corporation is 230 Bal Harbor Blvd, Suite 113, Punta Gorda, Florida 33950, and the name of the initial registered agent of this corporation at that address is Mary A. Byrski, Attorney at law.

Having been named as registered agent and to accept service of process for the above stated not for profit corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Florida Statutes, Chapter 617 (2003), as amended.


Mary A. Byrski, Registered Agent

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ARTICLE VII

Incorporator

The name and address of the incorporator is as follows: Mary A. Byrski, Attorney at Law, 230 Bal Harbor Blvd., Punta Gorda, Florida 33950.

IN WITNESS WHEREOF, I the undersigned, have made and subscribed and acknowledged these Articles of Incorporation this 23rd day of June, 2008.

Mary A. Byrski
Mary A. Byrski, Incorporator

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