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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VH

208-2-200



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 23, 2008

EMELDA M. HALL
588 BRANTLEY TERRACE WAY #106
ALTAMONTE SPRINGS, FL 32714

Annette Dicks
14623 Pine Forest Ct.
Clermont, FL 34711-7622

SUBJECT: TEMPO WOMEN'S CLUB OF CENTRAL FLORIDA, INC.
Ref. Number: W08000025700

We have received your document for TEMPO WOMEN'S CLUB OF CENTRAL FLORIDA, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

The fees for profit and nonprofit, domestic or foreign are as follows:

Filings Fees:	\$35.00
Registered Agent	
Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75 ✓

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) 245-6962.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 808A00032866

RECEIVED
08 JUL -9 AM 8:00
DIVISION OF CORPORATIONS

COVER LETTER

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

SUBJECT: TEMPO WOMEN'S CLUB OF CENTRAL FLORIDA, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of
Status

ADDITIONAL COPY REQUIRED

FROM: EMELDA M. HALL
Name (Printed or typed)

588 BRANTLEY TERRACE WAY #106
Address

ALTA MONTE SPRINGS, FL 32714
City, State & Zip

407-782-9610
Daytime Telephone number

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

FILED
08 JUL -9 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of incorporation of
Tempo Women's Club of Central Florida**

ARTICLE ONE.

NAME

The name of this corporation is Tempo Women's Club of Central Florida, Inc., (hereinafter "Corporation").

ARTICLE TWO.

OBJECTS AND PURPOSES

The corporation is organized exclusively for charitable, religious, educational, literary, 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.

Specific purpose of the Corporation are to: direct and coordinate the performance of community service work; provide scholarship benefits as well as aid to students and individuals; improve the moral, economic, religious, and social welfare of disadvantaged women, children and senior (elderly) citizens; promote the education of women and children; improve the quality of family life; promote and encourage the knowledge and appreciation of Florida history through the collection, presentation, exhibition, and interpretation of artifacts and other historical properties related to Florida; promote and engage in activities of historic preservation, museum collections, artistic and cultural arts; prepare women and children for roles of leadership and serve as a source of leadership training; provide a forum for young adults to participate in democratic actions and social issues; promote interracial understanding, justice, and good will that may prevail among all people; establish girls and boys clubs auxiliaries that provide for the development of children; and function as a local affiliate organization of the Florida association of Women's Clubs, Inc., the Southeastern Association of Colored Women's Clubs, Inc. and the National Association of Colored Women's Clubs, Inc.

ARTICLE THREE.

LOCATION OF PRINCIPAL OFFICE

The principal office of this corporation is to be located in _Seminole County, Florida, at the following address. 588 Brantley Terrace Way #106, Altamonte Springs, Fl 32714 and the mailing address is the same.

ARTICLE FOUR.

PROHIBITIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, Board of 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 Second hereof. No substantial part of the activities of the Corporation shall be 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.

ARTICLE FIVE.

CAPITAL STOCK

The corporation shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE SIX.

QUALIFICATION OF MEMBERS AND THE MANNER OF ADMISSION

All females of the Human Race eighteen (18) years old or older, who believes in the Supreme being, of good moral character, sound in mind and of good health, and support the purposes of the Corporation, may be members of this Corporation or of any of its affiliate clubs on the terms and conditions set forth in the By-Laws and rules and regulations for admission to membership of the Corporation, shall submit an application for membership and upon acceptance continue as a member thereof as long as they shall comply with the By-Laws, Rules and Regulations of the Corporation and remain within the Rules and Regulations. The categories of membership shall be set forth in and regulated by the Corporation By-Laws, The Corporation shall not discriminate against applicants for membership on the basis of race, color or religion.:

ARTICLE SEVEN.

VOTING RIGHTS

Members of the Corporation shall have voting rights and privileges as provided by the By-Laws of the Corporation..

ARTICLE EIGHT

LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes.

ARTICLE NINE

TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE TEN

MANNER OF ELECTION OF DIRECTORS

The Directors of the Corporation shall be elected by a majority of the officers of the Corporation. The election shall be held at a place or places designated by the members and Officers of the Corporation.

ARTICLE ELEVEN

OFFICERS

The officers of the Corporation shall be elected by the membership at the Corporation meeting in May of the Corporation calendar year. A majority vote shall determine the person elected to an office. The officers of the Corporation shall consist of the following positions:

- President
- First Vice President
- Second Vice President
- Third Vice President
- Recording Secretary
- Corresponding Secretary
- Treasurer
- Financial Secretary
- Chaplin
- Parliamentarian
- Historian
- Youth Supervisor

ARTICLE TWELVE

BOARD OF DIRECTORS

The names and street addresses of the person who are members of the Board of Directors until the next election are as follows

- Emelda M Hall, 588 Brantley Terrace Way #106, Altamonte Springs, Fl 32714
- Maxine Risper, 3202 Martinique Way, Orlando, FL 32805
- Cyndy Morrison, 1000 Vizcaya Lakes Road, Ocoee, FL 34761
- Cheryl Simmons, P.O. Box 683215, Orlando FL 32868
- Willa Jackson, 6523 Vernon Street, Orlando, FL 32818
- Katie Sims, 3215 Fitzgerald Drive, Orlando, FL 32805
- Joan Dawson, 8004 Equitation Ct., Orlando, FL 32818
- Annette D Dicks, 14623 Pine Forest Court, Clermont, FL 34711

ARTICLE THIRTEEN

LIABILITIES FOR DEBTS

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

ARTICLE FOURTEEN

INDEMNIFICATION

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation shall indemnify an individual made a party to a proceeding because the individual is or was a director officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director officer, employees, or agent, as the case may be, is permissible in the circumstances because the director, officer, employee, or agent has met the standard of conduct set forth by the board of directors, . The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee, or agent, of another foreign or domestic Corporation ,partnership joint venture, trusts, employees benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy. It shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", employee" and "agent" shall include the heirs, estates, executors, administrators and person representative of such person.

ARTICLE FIFTEEN
ADMENDMENT
TO THE ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by a majority vote of the Board of Directors, proposed by them to the Officers, and approved at a meeting by a majority vote of the Officers, unless all the Directors and all the Officers sign a written statement manifesting their intention that certain amendment of these Articles of Incorporation be made. The members of this Corporation or their delegates in their general meeting shall have the right to give the Board of directors the power and authority to alter, amend or rescind the By-Laws of this Corporation, but in that case, all alterations, amendments or rescinding of the By-Laws of this Corporation shall be approved by the Officers of the Corporation in their next business session or at a special session called for that purpose.

ARTICLE SIXTEEN
EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval by the Florida Department of State, Division of Corporation.

ARTICLE SEVENTEEN
DISSOLUTION

Upon 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 public purposes. Any such assets not so disposed of shall be disposed of by Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

ARTICLE EIGHTEEN

REGISTERED AGENT

The registered agent for service of process upon the corporation is:

Name

Address in *[state]*

Emelda M Hall

588 Brantley Terrace Way #106

Altamonte Springs, FL 32714

ARTICLE NINETEEN

INCORPORATORS

The names and street addresses of the incorporators of these Articles of Incorporation are:

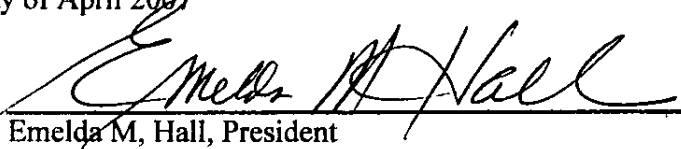
Emelda M Hall, President, 588 Brantley Terrace way #105, Altamonte Springs, FL 32714

Joan Dawson, Treasurer, 8004 Equitation Ct., Orlando, FL 32818

Annette Dicks, Assistant Treasurer, 14623 Pine Forest Court, Clermont, FL 34711

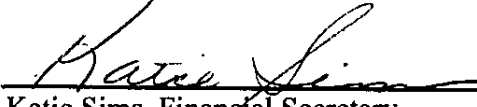
Katie Sims, Financial Secretary, 3215 Fitzgerald Drive, Orlando, FL 32805

IN WITNESS WHEREOF, I have hereunto set my hand and seal acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this____ day of April 2007


Emelda M, Hall, President


Joan Dawson, Treasurer


Annette Dicks, Assistant Treasurer


Katie Sims, Financial Secretary

FILED

08 JUL -9 PM 2:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT. REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Tempo Women Club of Central Florida, Inc.

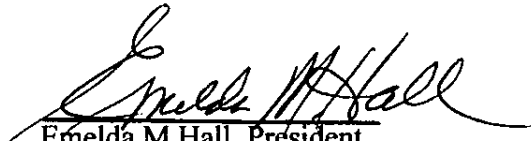
2. The name and address of the registered agent and office is:

Emelda M Hall, President,

588 Brantley Terrace way Unit 106

Altamonte Springs, FL 32714-0834

Having been named as registered agent and to accept service of process for the above stated 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.


Emelda M Hall, President

5/20/08
Date