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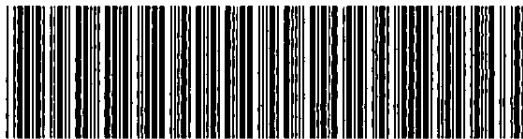
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Doak S. Campbell, III
Attorney at Law
70 SE 4th Avenue
Delray Beach, FL 33483

Telephone
(561) 278-1890

Fax Number
(561) 274-8123

September 09, 2008

Secretary of the State
Division of Corporations
409 East Gains Street,
Tallahassee, FL. 32399

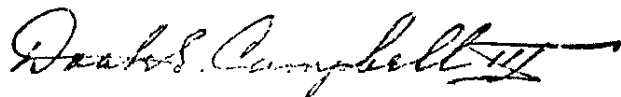
Re: Articles of Organization
LEANN WHITE FOUNDATION, INC

Dear Sir or Madam:

I am enclosing and Original and one copy of Articles of Organization for LEANN WHITE FOUNDATION, INC, submitted for filing, along with a check in the amount of \$78.75 representing the filing, Register Agent Designation and certified copy fee. After these Articles have been filed, please send me a copy of the same. If you should have any questions, please do not hesitate to call me.

Thank you for your attention to this matter at your earliest convenience.

Sincerely yours,

A handwritten signature in black ink, appearing to read "Doak S. Campbell, III", with a stylized flourish at the end.

Doak S. Campbell, III

DSC/rm
Encl.

ARTICLES OF INCORPORATION
OF
LEANN WHITE FOUNDATION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Florida, and certify as follows:

ARTICLE I
NAME

The name of the corporation is Leann White Foundation, Inc

ARTICLE II
ADDRESS

The principal office and mailing address of the corporation is 8675 White Egret Way
Lake Worth, FL. 33467.

ARTICLE III
INCORPORATORS

The names and addresses of the persons signing these Articles are:

Name	Address
Kenneth L. White	8675 White Egret Way Lake Worth, FL. 33467.

ARTICLE IV
PURPOSE

The corporation is a non-profit corporation formed for the purpose of engaging in activities within or without the State of Florida or the United States, as follows:

1. To raise and collect donation for the benefit of LEANN WHITE for her medical expenses resulting from Cystic Fibrosis.

2. The purpose for which The Leann White Foundation, Inc is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE V

In furtherance of the foregoing purposes of this corporation, the corporation shall have the following rights and privileges:

1. To enter into, make, perform and execute contracts, deeds, leases and agreements of every kind and nature, with any person, firm, association, corporation, municipality, county, state body politic or government, or colony or dependency thereof.

2. To borrow or raise money for any of the purposes of the corporation, and from time to time, without limit as to amount, to draw, make accept, endorse execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage or deed of trust upon pledge, conveyance or assignment in trust, of the whole or any part of the property of the corporation, whether at that time owned or thereafter acquired; and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

3. The corporation shall be authorized to exercise and enjoy all of the other powers, rights privileges granted to or conferred upon corporations as set forth in the Statutes of the State of Florida.

4. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization except from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE VI

INCOME AND LIQUIDATION

This corporation shall be organized without capital stocks, and no dividends shall be paid, and no part of the income of the corporation shall be distributable to its members, directors or officers. The corporation may, however, pay compensation in a reasonable amount to its members, directors and officers for services rendered, and may confer benefits upon its members in conformity with its purposes. In the event of the dissolution or liquidation of the corporation, whether voluntary or involuntary, all assets of the corporation, after the payment of all debts and obligations of the corporation, shall be distributed to one or more organizations which are exempt organizations as defined in Section 501(c)(3) and Section 170 (c)(2) of the Internal Revenue Code of 1986, as amended or

any corresponding sections of any prior or future Internal Revenue Code or to the federal, state or local governments for exclusive public purposes.

Notwithstanding any other provisions herein to the contrary, this corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax laws under Section 501(c) of the Internal Revenue Code of 1986, as amended and the Treasury Regulations thereunder as the same now exists, or they may be hereafter amended from time to time, or by a corporation to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended and the Treasury Regulations thereunder as the same now exists, or they may be hereafter amended from time to time.

This corporation shall not operate in any manner which will discriminate against any person on the basis of race, creed, color or national origin.

ARTICLE VII

DURATION

This corporation shall commence its corporate existence on the date of filing of these Articles of Incorporation with the Secretary of State and shall exist so long as LEANN WHITE is in need medical assistance. When the corporation is terminated any funds remaining in the corporation shall be donated to the National Cystic Fibrosis Foundation.

ARTICLE VIII

QUALIFICATIONS OF MEMBERS

The membership of this corporation shall be as is set forth in the Bylaws of the corporation.

ARTICLE IX

INITIAL BUSINESS OFFICE AND REGISTERED AGENT

The street address of the initial business office of this corporation is 8675 White Egret Way, Lake Worth, Fl. 33467 and the initial registered agent of the corporation is Kenneth L. White.

ARTICLE X

NAMES AND ADDRESSES OF SUBSCRIBERS

The name and addresses of the subscribers to these Articles of Incorporation are as follows:

Kenneth L. White	8675 White Egret Way Lake Worth, Fl. 33467
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ARTICLE XI

INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have 3 directors initially. The numbers of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than 2. The names and addresses of the directors of this corporation are:

Kenneth L. White	8675 White Egret Way Lake Worth, FL. 33467
Carole White	8675 White Egret Way Lake Worth, FL. 33467
Sharon Musto	15703 Key Lime Boulevard Loxahatchee, FL. 33470

The initial officers of the corporation and their addresses are:

<u>TITLE:</u>	<u>NAME:</u>	<u>ADDRESS:</u>
President:	Kenneth L. White	8675 White Egret Way Lake Worth, FL. 33467
Secretary:	Carole White	8675 White Egret Way Lake Worth, FL. 33467

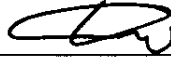
ARTICLE XII BYLAWS

The Bylaws of the corporation shall initially be made and adopted by its first Board of Directors and thereafter approved by the membership as may be provided in the Bylaws. Amendments to the Bylaws may be made at any stated meeting at which a quorum is present, providing that notice of the proposed amendment shall have been sent to members with a call to the meeting at least thirty (30) days in advance. A majority vote shall be required for amendments to the Bylaws.

ARTICLE XIII AMENDMENTS

Amendments to the Articles of Incorporation may be proposed by any member or director, and shall be adopted by a majority vote of the members present at an annual business meeting after a proposed amendment has been presented in writing to each voting member not less than 20 business days prior to said annual business meeting. The amendment shall be effective when a copy thereof, together with a certificate of its approval by the membership, sealed with the corporate seal, signed by the Secretary or Assistant Secretary and executed and acknowledged by the President or Vice President has been filed with the Secretary of State and all filing fees paid.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal at the 70 SE 4th
Ave. Delray Beach, County of Palm Beach, State of Florida, this 5th day of September,
2008

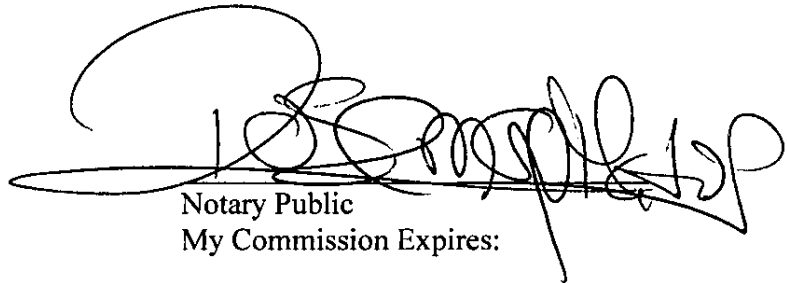


Kenneth L. White
Incorporator


STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and County set forth above, personally appeared KENNETH L. WHITE, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledge before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 5th day of September, 2008.



Notary Public
My Commission Expires:

NOTARY PUBLIC-STATE OF FLORIDA
 Rosemary Matos
Commission # DD414726
Expires: APR. 04, 2009
Bonded Thru Atlantic Bonding Co., Inc.

**CERTIFICATE DESIGNATING BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED

FIRST that KENNETH L. WHITE, desiring to organize under the laws of the State of Florida, with its principal place of business in the City of Lake Worth, State of Florida, of 8675 White Egret Way, Lake Worth, FL. 33467. Kenneth L. White designates as the agent to accept service of process within Florida.



Kenneth L. White.
Incorporator

DATE 5th of September, 2008.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE



Kenneth L. White

DATE 5th of September, 2008

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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