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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch SEP 25 2008

COVER LETTER

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

SUBJECT: Community Legal Assistance and Education Services, 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: Vincent G. Gallagher
Name (Printed or typed)

2563 SE Springtree Pl
Address

Stuart, FL 34997
City, State & Zip

610-620-5143
Daytime Telephone number

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation

PREAMBLE

The undersigned citizens of the United States, desiring to form a not for profit corporation under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, certify and acknowledge the following:

ARTICLE I. NAME

The name of the Corporation Not for Profit shall be the: **Community Legal Assistance and Education Services, Inc.** ("Corporation").

ARTICLE II. PRINCIPAL OFFICE & MAILING ADDRESS

The principal office and mailing address of the Corporation shall be: **2563 SE Springtree Place, Stuart, Florida 34997** The duration of the Corporation shall be perpetual.

ARTICLE III. PURPOSE

A. The Corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, as may be amended.

B. The Corporation is organized to provide relief of the poor, the elderly, the distressed or underprivileged, by providing direct pro bono legal services to those unable to afford legal assistance and to provide pro bono public interest legal education seminars, including but not limited to, U.S. Civil Rights and Constitutional law topics, to the general public.

ARTICLE IV. ELECTION OF CORPORATE DIRECTORS

The directors of the Corporation shall be elected in accordance with methods and qualifications specified in the bylaws of the Corporation. In no event, shall the number of directors be fewer than three

ARTICLE V. INCORPORATORS

The names, addresses, and titles of the Directors/Officers are:

- 1.) Kim Hemphill- 991 NE Fresco Way apt. 101, Jensen Beach Fl 34957 (President)
- 2.) Richard Barlow- 5420 SE Jennings Lane, Stuart, Fl 34997 (Secretary)
- 3.) Vincent G. Gallagher- 2563 SE Springtree Pl, Stuart, Fl 34997 (Vice-President)

ARTICLE VI. POWERS

The powers of the Corporation shall be provided in the bylaws of the Corporation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors, officers or other private interests. However, the Corporation shall be authorized and empowered to pay a reasonable flat salary for services rendered by its employees and to make payments and other distributions in furtherance of the purposes set forth in Article IV.

2. Only an insubstantial amount of the activities of the Corporation shall be in furtherance of a purpose not set forth in Article IV.

3. Only an insubstantial amount of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended, unless the Corporation elects the provisions of § 501(h) of the Internal Revenue Code, as may be amended.

In no event shall the Corporation have the power to participate in, or intervene in, including the publishing or distributing of statements, any political campaign on behalf of, or in opposition to, any candidate for public office, all within the meaning of § 501(c)(3) of the Internal Revenue Code, as may be amended.

5. In the event the Corporation chooses to litigate, using its own staff attorneys on behalf of its members or other clients, the Corporation shall comply with the guidelines provided within Revenue Procedure 92-59, 1992-2 C.B. 411-12, as may be amended, superseded or modified. The bylaws of the Corporation shall adopt these provisions accordingly.

ARTICLE VII. MEETINGS

1.) After incorporation, the appropriate members of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes, as amended. 2.) The board of directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all directors participating to simultaneously hear one another. A director participating in such a meeting is deemed present at the meeting. In the alternative, the board of directors may take actions through signed e-mail communications provided all board members agree.

ARTICLE VIII. DURATION

The duration of the Corporation shall be perpetual.

ARTICLE IX. DISSOLUTION

Upon dissolution and upon payment or adequate discharge of all liabilities and obligations, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, as amended, or shall be distributed to a State or the Federal government for a public purpose.

ARTICLE X. REGISTERED AGENT AND OFFICE

The Registered Agent and Registered Office of the Corporation are: Law Offices of William H. Pincus, 324 N. Lakeside Ct. West Palm Beach, FL 33407-6512

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the Registered Agent of the , Inc., **Community Legal Assistance and Education Center, Inc.**, and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment 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.

Dated this 15th day of June 2008.

By: William H. Pincus (signature)
William H. Pincus, Esq.

ARTICLE XI. NAME and ADDRESS of INCORPORATOR

The name and address of the incorporator is:

Vincent Gallagher, 2563 SE Springtree Pl, Stuart, Fl 34997

VAC (Signature)
Vincent Gallagher

ARTICLE XII. EFFECTIVE DATE

The effective file date will be the date of receipt.