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## FLORIDA PROFIT/NON PROFIT CORPORATION

Junior Leadership Manatee, Inc.

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H08000265932 3  
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ARTICLES OF INCORPORATION  
OF  
JUNIOR LEADERSHIP MANATEE, INC.

1. **NAME.** The name of this corporation is JUNIOR LEADERSHIP MANATEE, INC.

2. **PURPOSE.** The purpose for which the corporation is organized is:

Said corporation is organized 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. The purpose of this corporation is:

- Develop positive leadership qualities and a sense of community among Manatee County youth.
- Educate future community leaders about the present and future needs of Manatee County, Florida.

3. **CAPITAL STOCK.** The corporation, a corporation not for profit under Chapter 617, Florida Statutes, shall have no capital stock and no member shall have any right or title to any asset of the corporation.

4. **DURATION.** The corporation shall have perpetual existence, and its existence shall commence on the date of the execution and acknowledgment of these Articles of Incorporation.

5. **MEMBERSHIP.** Individuals who have demonstrated their support for this corporation and its purpose shall be eligible for membership and may be elected to membership by a majority vote of the Board of Directors.

6. **EARNINGS.** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 purpose set forth in paragraph 2 hereof. 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 (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any 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 §501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax law, or (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax law.

H08000265932 3

H08000265932 3

7. **PRIVATE FOUNDATION STATUS.** During any period that the corporation is a "private foundation" as defined in §509(a) of the Internal Revenue Code, or corresponding section of any future tax law, the corporation will:

A. Distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by §4942 of the Internal Revenue Code, or corresponding section of any future federal tax law.

B. Not engage in any act of "self dealing" as defined in §4941(d) of the Internal Revenue Code, or corresponding section of any future federal tax law.

C. Not retain any "excess business holdings" as defined in §4943(c) of the Internal Revenue Code, or corresponding section of any future federal tax law.

D. Not make any investments in such manner as to subject it to tax under §4944 of the Internal Revenue Code, or corresponding section of any future federal tax law.

E. Not make any "taxable expenditures" as defined in §4945(d) of the Internal Revenue Code, or corresponding section of any future federal tax law.

8. **INITIAL REGISTERED OFFICE AND AGENT.** The street address of the initial registered office of the corporation is Patricia Staebler, and the name of the initial registered agent of the corporation at that address is 409 Petrel Trail, Bradenton, Florida 34212. The principal business address of the corporation is 409 Petrel Trail, Bradenton, Florida 34212.

9. **NUMBER OF DIRECTORS.** The corporation shall have seven directors, initially. The number of directors may be increased or diminished from time to time, by by-laws by the directors but shall never be less than three.

10. **INITIAL DIRECTORS.** The name and street address of each member of the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
Dennise Berger	5503 Manatee Avenue West, Bradenton, Florida 34209
Jayne Giroux	206 35 <sup>th</sup> Street NW, Bradenton, Florida 34205
Jessica Pelot	819 32 <sup>nd</sup> Street Court East, Bradenton, Florida 34208
Samantha Kennedy	5504 Fisherman's Drive, Bradenton, Florida 34209
Jay Burnell	929 22 <sup>nd</sup> Street West, Bradenton, Florida 34205
Patricia Staebler	409 Petrel Trail, Bradenton, Florida 34212
Marianne Moyer	8616 15 <sup>th</sup> Avenue NW, Bradenton, Florida 34209

11. **INCORPORATOR.** The name and address of the incorporator is: Patricia Staebler, 409 Petrel Trail, Bradenton, Florida 34212.

12. **AMENDMENTS.** These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the members and approved at a meeting of members by a majority

H08000265932 3

H08000265932 3

of the members entitled to vote thereon if there are members admitted; otherwise by a majority vote of the Board of Directors; unless all the directors and all the members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

13. INITIAL OFFICERS. The names of the officers of the corporation, who shall hold office until their successors have been elected and qualified, are as follows:

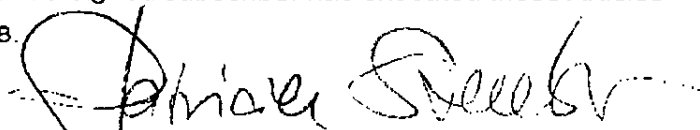
Chairman - Samantha Kennedy

Secretary - Patricia Staebler

Treasurer - Dennise Berger

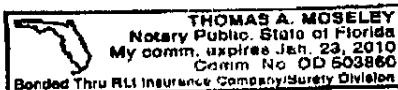
14. DISSOLUTION. Upon dissolution of the corporation, any assets remaining shall be distributed to the federal government, to a state or local government, for a public purpose, or to any organization or organizations organized and operated exclusively for exempt purposes under §501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax law, in such proportions as shall be determined by the affirmative vote of a majority of the Board of Directors. Any assets not so distributed shall be distributed by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, to the federal government, to a state or local government, for a public purpose, or to any organization or organizations organized and operated exclusively for exempt purposes under §501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax law, in such proportions as said court shall determine.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on December 1, 2008.

  
Patricia Staebler

STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 1st day of December, 2008 by Patricia Staebler, who is personally known to me or who produced as identification and who did not take an oath.



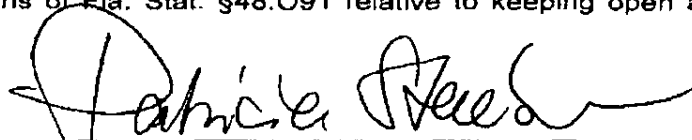
  
Notary Public  
Printed Name: Thomas A. Moseley  
My commission expires:

H08000265932 3

H08000265932 3

ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

I hereby accept the designation as resident agent of the above corporation and agree to comply with the provisions of Fla. Stat. §48.091 relative to keeping open a location for the service of process.

  
Patricia Staebler, Resident Agent

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