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# FLORIDA PROFIT/NON PROFIT CORPORATIONS

C.V. Fund, Inc.

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1/12/2009



January 13, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CENVILL RECREATION

SUBJECT: C.V. FUND, INC.

REF: W09000001665

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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.

If you have any further questions concerning your document, please call (850) 245-6879.

Ruby Dunlap Regulatory Specialist II New Filing Section FAX Aud. #: H09000007001 Letter Number: B09A00001186

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# ARTICLES OF INCORPORATION OF C.V. FUND. INC.

The undersigned, acting as incorporators of a corporation under the Not for Profit Corporation Act of the State of Florida adopt the following Articles of Incorporation for such corporation:

#### ARTICLE I - NAME

The name of the Corporation, hereinafter referred to as the "Corporation" C.V. FUND, INC.

#### **ARTICLE II - DURATION**

The period of duration of the Corporation is perpetual.

## ARTICLE III - PURPOSE

The Corporation is organized exclusively for charitable, religious, educational, and scientifical 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 corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. 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 or intervene in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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 purposes.

#### ARTICLE IV - BY-LAWS

The operation of the Corporation and election of officers shall be regulated by the by-laws. The election of Directors shall also be regulated by the by-laws.

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# ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT

The initial street address in the state of Florida of the initial registered office of the Corporation is 1601 Forum Place, Suite 500, West Palm Beach, Florida 33401 and the name of the initial registered agent at such address is Mark F. Levy.

## ARTICLE VI -- REGION OF OPERATIONS

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and Its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

## ARTICLE VII - BOARD OF DIRECTORS

The board of directors of the Corporation shall consist of at least three (3) members, who need not be residents of the state of Florida.

## ARTICLE VIII ~ INITIAL BOARD OF DIRECTORS

The names and addresses of the persons who shall serve as the initial board of directors until their successors shall have been elected and qualified, are as follows:

Jean Dowling, President, 1601 Forum Place, West Palm Beach, FL 33401, Mark F. Levy, Treasurer, 1601 Forum Place, West Palm Beach, FL 33401, Robert S. Marshall, Secretary, 1601 Forum Place, West Palm Beach, FL 33401.

# ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is Jean Dowling, 1601 Forum. Place, Suite 500, West Palm Beach, Florida, 33401.

IN WITNESS WHEREOF, I have made and subscribed these Articles this 12 day of an unanal 2008.

Incorporator

Jean Dowling

STATE OF FLORIDA

) SS:

COUNTY OF PALM BEACH

BEFORE ME, personally appeared Jean Dowling, to me known and well known to me to be the person described in and who executed the foregoing instrument and acknowledged to and before me that she executed said instrument for the purpose herein expressed.

WITNESS my hand and official seal this 12 day of January, 2008.

Notary Public - State of Florida My Commission Expires Aug 31, 2010 Commission # DD 389320 Standard By National Hotory Assn.

Notary Public, State of Florida

I HEREBY ACCEPT THE DESIGNATION AS REGISTERED AGENT AS SET FORTH-IN THESE ARTICLES OF INCORPORATION.

Mark F. Levy