

NO9 0000001210

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

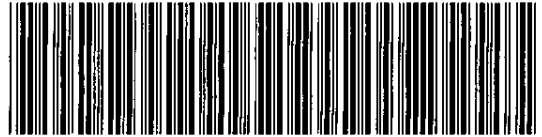
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



200142972102

02/06/09--01008--020 \*\*78.75

FILED  
09 FEB -6 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Bm 2/16/09

## COVER LETTER

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

SUBJECT: VAPA CHORAL PARENTS ASSOCIATION 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: KENNETH PENNY  
Name (Printed or typed)

726 36<sup>th</sup> AVE  
Address

VERO BEACH, FL 32968  
City, State & Zip

772-360-3099 OFFICE  
772-205-8240 CELL  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION  
OF  
VAPA Choral Parents Association Inc.**

A Florida Corporation Not For Profit

FILED  
09 FEB - 6 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Florida corporation not for profit, pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation.

**Article I  
Name**

The name of the Corporation shall be: **VAPA CHORAL PARENTS ASSOCIATION, INC.**

**ARTICLE II  
Principal Place of Business and Mailing Address**

The principal place of business and the mailing address of this Corporation shall be: VAPA Choral Parents Association, INC., 726 36<sup>th</sup> Avenue, Vero Beach, Fl 32968.

**ARTICLE III  
Purpose**

The specific purposes for which this Corporation is organized are educational, to support the Indian River Charter High School Chorus Program, and for all other lawful purposes under the Florida Not for Profit Corporation Act. No earnings shall inure to the benefit of any individual, and the Corporation shall not engage in propaganda nor attempt to influence legislation (except as may be permitted for Internal Revenue Code Section 501(c) (3) Corporations) nor participate in any political campaign.

**ARTICLE IV  
Manner of Election of Directors**

The manner in which the Directors are elected or appointed will be determined by the members of the Corporation as provided for from time to time by the Bylaws of the Corporation adopted by its members.

**ARTICLE V**  
**Manner of Election of Officers**

The names and addresses of the initial officers of the Corporation, who shall hold office for the first year or until their successors are chosen, elected or appointed and qualified as provided in the Bylaws are as follows:

President: Kenneth Penny  
726 36<sup>th</sup> Ave  
Vero Beach, FL32968

Vice President: Denise K. Waddell  
12880 89<sup>th</sup> St  
Fellsmere, Fl 32948

Recording Secretary: Leonor Croteau  
1986 1<sup>st</sup> Place SW  
Vero Beach, Fl 32962

Corresponding Secretary: Janice Douglas  
6385 Gardena Street  
Ft. Pierce, Fl 34982

Treasurer:	Mary Huff Wilcox 1245 37 <sup>th</sup> Avenue Vero Beach, FL 32960
------------	--

**ARTICLE VI**  
**Corporate Powers**

The Corporation shall have all the powers and privileges granted to Corporations not for profit under the laws of the State of Florida, and shall have all the powers reasonably necessary to implement and effectuate the purposes of the Corporation, including, but not limited to, those powers as provided in Sections 617.021, 617.0302, Florida Statutes, and all amendments thereto, and/or as may be allowed or qualified by the Internal Revenue Code, Section 501 (c) (3).

## **ARTICLE VII**

### **Term**

The Corporation shall have perpetual existence.

## **ARTICLE VIII**

### **Dissolution**

Upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code (or corresponding section of any future tax code), or to the Federal Government, or to a State or local government, for public purpose. Any such assets not so disposed of shall be disposed by the Circuit Court of the County in which the principal office of the organization 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 IX**

### **Indemnification**

Every director and officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by, or imposed upon them, in connection with any proceeding or settlement of any proceeding to which they may be a part, or in which they may become involved, by reason of their being or having been a director or officer of the Corporation, whether or not they are a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Corporation. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such director or officer may be entitled.

## **ARTICLE X**

### **Amendments**

These Articles of Incorporation may be amended at any annual, regular or special meeting of the membership called for that purpose at which a quorum is present as established and determined by the Board of Directors and the Bylaws.

**ARTICLE XI**  
**Initial Registered Agent and Street Address**

The name and street address of the initial Registered Agent is:

Kenneth Penny  
726 36<sup>th</sup> Avenue  
Vero Beach, FL 32968

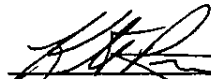
FILED  
09 FEB -6 PM 2:22  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE XII**  
**Incorporator**

The name and street address of the incorporator for these Articles of Incorporation is:

Kenneth Penny  
726 36<sup>th</sup> Avenue  
Vero Beach, FL 32968

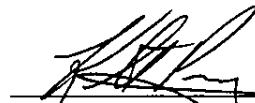
The undersigned incorporator has hereunto set their hand and seal to the foregoing Articles of Incorporation for VAPA Choral Parents Association, INC., a Florida Corporation Not for Profit, this 2<sup>ND</sup> day of FEBRUARY, 2009.

  
\_\_\_\_\_  
Kenneth Penny  
Incorporator

**CERTIFICATE OF DESIGNATION AND  
ACCEPTANCE BY REGISTERED AGENT**

Having been named as Registered Agent to accept service of process for the above stated Corporation at the place designated in this Certificate, I 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 appointment as Registered Agent and agree to act in this capacity.

DATED this 2<sup>ND</sup> day of FEBRUARY, 2009.

  
\_\_\_\_\_  
Kenneth Penny  
Registered Agent