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SECRETARY OF STATE
TALLAHASSEE FI ORIGA

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LAW OFFICES OF

# LEONARD OSHINSKY, P.A.

LAS OLAS CENTRE II - SUITE 970 350 EAST LAS OLAS BOULEVARD FORT LAUDERDALE, FLORIDA 33301

LEONARD OSHINSKY
ADMITTED IN FLORIDA AND CONNECTICUT

TELEPHONE (954) 527-4100 FACSIMILE (954) 527-7800

September 10, 2009

Department of State Division of Corporations Corporate Filings 2661 Executive Center Circle Tallahassee, Florida 32301

Re: Palms Community Coalition, Inc.

To Whom It May Concern:

Enclosed please find an original and one (1) copy of the Articles of Incorporation regarding the above-named corporation. Also enclosed please find our check in the amount of \$78.75 representing the following:

Filing fee 35.00
Registered Agent fee 35.00
Certified copy 8.75

Please file the original Articles and return one (1) certified copy to this office.

\$78.75

Thank you for your cooperation in this matter.

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LEONARD OSHINSKY

LO:jb Encl. jb41902 FedEx

#### ARTICLES OF INCORPORATION

OF

# PALMS COMMUNITY COALITION, INC.

We, the undersigned, do hereby associate ourselves together for the purpose of forming and becoming a corporation not-for-profit, for charitable and educational purposes, under the laws of the State of Florida and under the provisions of Chapter 617 of the Florida Statutes, and do hereby certify that we have become such corporation under and pursuant to the following Raticles of Incorporation:

## ARTICLE I. NAME

The name of this corporation is:

PALMS COMMUNITY COALITION, INC.

#### ARTICLE II. PURPOSE

The purposes for which the organization is organized are exclusively charitable 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. Notwithstanding any other provisions of these Articles, this organization shall not have any purpose, nor carry on any activities, nor have any powers not permitted to be had or exercised by an organization exempt 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 III. CORPORATION NOT-FOR-PROFIT

All revenue, income and money received from the conduct of this corporation shall be used for the furtherance of the purposes of this corporation and not for the benefit of the members of this corporation either individually or collectively.

In the event this corporation shall acquire surplus income that is not used toward the charitable and educational purposes of this corporation, then the said corporation shall use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable and educational purposes either directly or by contributions to organizations duly authorized to carry on charitable activities, and 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 hereafter be amended, provided, however, that no part of such income or such principal shall be contributed to any organization whose net earnings, or any part thereof, inure to the benefit of any private shareholder or individual or any substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation. No part of the net earnings of the corporation shall inure to the benefit of any member, director, or officer of the corporation, or any private individual, nor shall any such person be entitled to share in the distribution of any of the corporate assets upon dissolution of the corporation. No part of the activities of the corporation shall be carrying on

propaganda, or otherwise attempting to influence legislation, or participating in, or intervening 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 organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code in its regulations as they now exist or as they may be hereafter amended.

# ARTICLE IV. QUALIFICATION OF MEMBERS

The voting membership of this corporation shall be the residents of the Northwest quadrant of the City of Hallandale Beach, Florida who have attained the age of eighteen (18) years and have noted their desire to be a Member by a procedure to be established by the Corporation's Board of Directors. Said Northwest quadrant lies within the following boundaries: the southerly boundary of Pembroke Road, the westerly boundary of Dixie Highway, the northerly boundary of West Hallandale Beach Boulevard and the easterly boundary of I-95.

The Board of Directors may, by the By Laws to be adopted by them establish a class of non-voting members of the corporation.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

# ARTICLE VI. OFFICERS

The officers of the corporation shall be a president, vice president, secretary and treasurer. The officers shall be elected by the Board of Directors, each to serve for two (2) years or until the election of a successor.

President:

Gerald Dean

Vice President:

Linda J. Cox

Secretary:

Mary Washington

Treasurer:

Phyllis Carson

#### ARTICLE VII. INCORPORATORS

The name and address of each incorporator of this corporation is:

Gerald Dean, 726 NW 1 $^{\rm st}$  Court, Hallandale Beach, FL 33009 Linda J. Cox, 23 NW 10 $^{\rm th}$  Street, Hallandale Beach, FL 33009 Mary Washington, 700 NW 5 $^{\rm th}$  Street, Hallandale Beach, FL 33009

#### ARTICLE VIII. PRINCIPAL OFFICE AND RESIDENT AGENT

The address of the principal office and the mailing address of the corporation shall be the registered office and the street address is:

726 NW 1st Court Hallandale Beach, FL 33009

The initial registered agent and his address for the corporation is:

Leonard Oshinsky, Esq. 350 East Las Olas Boulevard Suite 970 Fort Lauderdale, FL 33301

The Board of Directors may from time to time move the principal office to any other address in Florida.

# ARTICLE IX. BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors of not less than three (3) members. Their number, qualifications, term of office and manner of selection shall be fixed in the by-laws. The initial board of directors shall consist of seven (7) directors whose names and addresses are:

- 1. Gerald Dean, 726 NW 1st Court, Hallandale Beach, FL 33009
  - Linda J. Cox, 23 NW 10th Street, Hallandale Beach, FL 33009
  - 3. Mary Washington, 700 NW 5th Court, Hallandale Beach, FL 33009
  - 4. Phyllis Carson, 302 NW 10<sup>th</sup> Street, Hallandale Beach, FL 33009
  - 5. Kay Anderson, 757 NW 3rd Court, Hallandale Beach, FL 33009
  - 6. John Hardwick, 717 NW 3<sup>rd</sup> Court, Hallandale Beach, FL 33009
  - 7. Keenan Johnson, 988 NW 10<sup>th</sup> Street, Hallandale Beach, FL 33009

#### ARTICLE X. CORPORATE SEAL

This corporation shall have a corporate seal prescribed by the Board of Directors and the same shall contain the words,

"A corporation not-for-profit"

# ARTICLE XI. BY-LAWS

The Board of Directors of this corporation may provide such by-laws for the conduct of business and the carrying out of its

purposes as they may deem necessary from time to time and such by-laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

#### ARTICLE XII. AMENDMENTS

Amendments to these Articles of Incorporation may be made by a majority vote of the Board of Directors. Amendments may be initiated by the Board of Directors only, and shall be published to the Board at least two weeks prior to adoption.

> Mary Sulashin for MARY WASHINGTON

STATE OF FLORIDA )

COUNTY OF BROWARD )

The foregoing instrument was acknowledged before me this day of \_\_\_\_\_\_\_\_\_, 2009, by GERALD DEAN, who, as indicated below, is either personally known to me or who has produced the identification noted and who did take an oath.

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) SS: COUNTY OF BROWARD )	
[ ] Personally known to me	
[ 1] Produced identification	(Type of I.D.)
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My Commission expires:	NOTARY PUBLIC-STATE OF FLORIDA  Leonard Oshinsky  Commission # DD763490  Expires: APR. 18, 2012  BONDED THRU ATLANTIC BONDING CO., INC.

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day of	nstrument was acknowledged before me this <u></u> 2009, by MARY WASHINGTON low, is either personally known to me or wh	,
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# ACCEPTANCE BY RESIDENT AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said offices. I am familiar with and accept the obligations of a registered agent.

jb41783