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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Fl. 32314

**SUBJECT: PALM BEACH GARDENS FIRE RESCUE BENEVOLENT
ASSOCIATION INC.**

Enclosed is an original and two (2) copies of the articles of incorporation for
PALM BEACH GARDENS FIRE RESCUE BENEVOLENT ASSOCIATION INC.
and a check for the \$ 87.50 filing fee.

FROM: Lt. Shawn Reid
10500 N. Military Tr.
Palm Beach Gardens, Fl 33410
561-799-4309
LTSReid@bellsouth.net

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Not-for-Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation (the "Corporation") shall be:

PALM BEACH GARDENS FIRE RESCUE BENEVOLENT ASSOCIATION INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**10500 North Military Trail
Palm Beach Gardens, Florida 33410**

ARTICLE III PURPOSES

The purposes for which this Corporation is organized are: to protect the lives and property of the residents of the City of Palm Beach Gardens, Florida from and during such fires, accidents, medical emergencies and other related emergencies as may occur in the City of Palm Beach Gardens, Florida and vicinity; to engage in activities for the benefit of its members and the residents of the City of Palm Beach Gardens, Florida which support or contribute to the accomplishment of the foregoing purposes; and to engage in any and all other lawful activities which may be beneficial for the accomplishment of the foregoing purposes.

ARTICLE IV EARNINGS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 purposes set forth above. The property of this corporation is irrevocably dedicated to the above mentioned purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE V POWERS

The Corporation shall have all of the powers given to corporations not for profit by the Florida statutes and all of the powers expressly conferred on it by these Articles, which powers include, but are not limited to, the powers to:

1. Raise funds as required by the Corporation;
2. Seek information necessary to the well being of the members of the Corporation and to implement the actions necessary to accomplish the Corporation's purposes;
3. Enter into contracts;
4. Make and implement policy;
5. Call and conduct meetings;
6. Acquire title to and exercise all rights of ownership in and to any real and personal property;
7. Make, amend and enforce reasonable rules and regulations for the conduct of the Corporation and for the use of the property it owns or maintains;
8. Pay all Corporation expenses; and
9. Enforce the terms of these Articles and the Bylaws of the Corporation.

ARTICLE VI MEMBERSHIP

Qualification for, and admission to, membership in the Corporation shall be regulated in accordance with the Bylaws of the Corporation.

ARTICLE VII BOARD OF DIRECTORS

1. The affairs of the Corporation shall be managed by a Board of Directors consisting of seven (7) members, three (3) of which shall be the Fire Chief, the President and Vice President of this Corporation. The remaining four (4) members of the Board of Directors shall be elected annually as set forth below.
2. All Directors shall serve for a period of one year commencing on December 1. The four (4) elected Directors shall be elected by the members in the manner set forth in the Bylaws at the general meeting of members held during November of each year.
3. The number of Directors may be increased or diminished in accordance with the Bylaws of the Corporation.

ARTICLE VIII OFFICERS

1. The elected officers of this Corporation shall consist of a President, a Vice-President, a Secretary, a Treasurer, a Sergeant-at-Arms and a Chaplain. In addition, one or more Assistant Secretaries may be elected as officers of the Corporation.
2. The appointed officers of this Corporation shall be a Fire Chief and one or more Deputy or Assistant Chief Fire Officers. The Fire Chief and Deputy or Assistant Chief Fire Officer(s) of the City of Palm Beach Gardens shall be deemed appointed to these positions.
3. The elected officers of this Corporation shall serve for a period of one year commencing on December 1. Their election shall be by the members in the manner set forth in the Bylaws at the general meeting of members held during November each year.
4. Any officer except the President, the Vice-President or the Fire Chief may hold more than one elected office during the same one-year term. Any officer may be appointed to serve on any committee established by the Board of Directors.

ARTICLE IX BYLAWS

The Bylaws of the Corporation shall be adopted by the Board of Directors. Unless otherwise provided in the Bylaws, the Bylaws of the Corporation may be altered, amended or repealed by the majority vote of the Board of Directors.

ARTICLE X AMENDMENT OF ARTICLES

These Articles may be amended in the manner prescribed by Chapter 617 of the Florida Statutes, as amended. In order to be effective, each amendment must be filed with the Secretary of State of the State of Florida.

ARTICLE XI DISSOLUTION OF ORGANIZATION

1. The term of the Corporation shall be perpetual unless there is an agreement to dissolve the Corporation by a vote of at least three-quarters (3/4) of the members entitled to vote.
2. In the event of dissolution, the Corporation's assets remaining after payment to creditors and payment of all costs and expenses relating to such dissolution shall be distributed to one or more organizations which have qualified for exemption under Section 501(c)(3) or Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding sections of any future law, or to the federal government, the State of Florida or the City of Palm Beach Gardens,

Florida exclusively for public purposes, and none of the assets will be distributed to any member, officer or director of this Corporation.

ARTICLE XII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Lt. Shawn Reid
10500 N. Military Tr.
Palm Beach Gardens, Florida 33410**

The Corporation shall have the right to designate subsequent registered agents and registered offices, in accordance with law, without amending the Articles of Incorporation.

ARTICLE XIII INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

**Lt. Shawn Reid
10500 N. Military Tr.
Palm Beach Gardens, Florida 33410**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this
19 day of October, 2009.

Lt. Shawn Reid
Signature

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **PALM BEACH GARDENS FIRE RESCUE BENEVOLENT ASSOCIATION INC.**
2. The name and address of the registered agent and office is:

**Lt. Shawn Reid
10500 N. Military Tr.
Palm Beach Gardens, Florida 33410**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent 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.



(SIGNATURE)

10/19/09

(DATE)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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2009 OCT 22 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA