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SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 NOV -8 AM 8:33

COVER LETTER

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

SUBJECT: CENTER FOR STRATEGIC PHILANTHROPY AND CIVIC ENGAGEMENT, 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: Reed B. McClosky, Esq.

Name (Printed or typed)

One East Broward Blvd, Suite 700

Address

Fort Lauderdale, FL 33301

City, State & Zip

(954) 764-3800

Daytime Telephone number

rbm@fmfloridalaw.com

E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION
OF
CENTER FOR STRATEGIC PHILANTHROPY AND CIVIC ENGAGEMENT, INC.

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Article I

The name of the corporation is Center for Strategic Philanthropy and Civic Engagement, Inc.

Article II

The corporation shall have perpetual duration.

Article III

The corporation is a not for profit corporation. The purposes for which the corporation is organized are:

This corporation is formed exclusively for charitable 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.

Anything in these articles of incorporation to the contrary notwithstanding, the purpose or purposes for which this corporation is organized are limited to those that will qualify it as an exempt organization under Internal Revenue Code Section 501(c)(3), or the corresponding section of any future federal tax code.

The corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation. This corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions in furtherance of the purposes set forth in this Article III. On liquidation or dissolution all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to a fund, foundation or corporation organized and operated for charitable or religious purposes designated by the board of directors which shall at the time qualify as a tax-exempt organization under Internal Revenue Code Section 501(c)(3), or the corresponding section of any future federal tax code.

Article IV

The address of the initial principal office of the corporation shall be 7015 Beracasa Way, Suite 206, Boca Raton, FL 33433.

Article V

The street address of the initial registered office of the corporation is One East Broward Boulevard, Suite 700, Fort Lauderdale, FL 33301. The name of its initial registered agent at that address is Reed B. McClosky, Esq.

Article VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be not less than three. There shall be three initial directors. That number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation, provided that there shall never be fewer than three directors.

The directors named here as the first board of directors shall hold office until the first annual meeting of the board of directors, to be held on November 1, 2011, at 2:00 p.m. at 7015 Beracasa Way, Suite 206, Boca Raton, FL 33433 at which time an election of directors shall be held.

Directors elected at the first annual meeting and at all subsequent times, shall serve for a term of two years until the second annual meeting following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at 2:00 p.m. on the first Monday in November of each year at the principal office of the corporation, or at any other place or places designated by the board of directors by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

The names of the persons who are to serve as the initial directors are:

Betsi Kassebaum, Chair
Maria Levix

Darlene Kostrub

Article VII

The name and address of the incorporator is:

Name	Address
Reed B. McClosky, Esq.	One East Broward Blvd. Suite 700 Fort Lauderdale, FL 33301

Article VIII

The board of directors shall elect the following officers: president and secretary, and any other officers which the bylaws of this corporation authorize the directors to elect. Initially, officers shall be elected at the first annual meeting of the board of directors. Until that election is held, the following persons shall serve as corporate officers:

Betsi Kassebaum – President and Secretary

Article IX

The bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, by a resolution of the board of directors.

Article X

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director or officer, or to the benefit of any private individual.

Article XI

Amendments to these articles of incorporation may be adopted by a vote of a least two-thirds of a quorum of members of the board of directors.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.55, *Florida Statutes*.

CENTER FOR STRATEGIC PHILANTHROPY
AND CIVIC ENGAGEMENT, INC.
Articles of Incorporation
Page 4 of 4

Incorporator:

DATE: _____

11/5/10

Reed B. McClosky, Esq.

Reed B. McClosky
Reed B. McClosky, Esq.

ACCEPTANCE OF 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 am familiar with and accept the appointment as registered agent and agree to act in this capacity.

DATE: _____

11/5/10

Reed B. McClosky, Esq.

Reed B. McClosky
Reed B. McClosky, Esq.

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DIVISION OF CORPORATIONS
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