

Laurie R. King

Office Use Only

COVER LETTER

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

SUBJECT: Venice Branch of America Association of University Women, 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: Shirley Reid
Name (Printed or typed)

123 Woodbridge Drive, Unit 202
Address

Venice, FL 34293
City, State & Zip

(941) 493-9319
Daytime Telephone number

sdreid1965@aol.com
E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 22, 2011

SHIRLEY REID
123 WOODBRIDGE DRIVE UNIT 202
VENICE, FL 34293

SUBJECT: VENICE BRANCH OF AMERICAN ASSOCIATION OF UNIVERSITY
WOMENM INC.
Ref. Number: W11000022699

We have received your document for VENICE BRANCH OF AMERICAN ASSOCIATION OF UNIVERSITY WOMENM INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 411A00009844

**ARTICLES OF INCORPORATION
OF THE AMERICAN ASSOCIATION OF UNIVERSITY WOMEN,
VENICE BRANCH, INC.**

FILED
2011 MAY -3 PM 4: 51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of this nonprofit corporation shall be the American Association of University Women, Venice Branch, Inc. hereinafter called the Branch.

ARTICLE II: PRINCIPAL OFFICE

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

Principal place of business: 123 Woodbridge Drive, Unit 202
Venice, FL 34293

Mailing Address: 123 Woodbridge Drive, Unit 202
Venice, FL 34293

ARTICLE III: PURPOSE

The purpose for which this nonprofit is organized is to advance equity for women and girls through advocacy, education, philanthropy, and research. This nonprofit corporation is formed exclusively for educational and 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.

ARTICLE IV: MEMBERSHIP

Members of the corporation shall be those persons who are members of the Branch as set forth by the Branch bylaws.

ARTICLE V: BOARD OF DIRECTORS / MANNER OF ELECTION

The management of the Branch shall be vested in the board of directors. The number of directors and the method of selecting directors shall be fixed by the bylaws of the Branch.

ARTICLE VI: INITIAL DIRECTORS

The corporation's initial directors shall be:

Shirley Reid, President
123 Woodbridge Drive, Unit 202
Venice, FL 34293

Carol Cudia, Program Director
5016 Bella Terra Drive
Venice, FL 34293

Lynnette Bennett, Membership Director
562 Marsh Creek Road
Venice, FL 34292

June Lee Reninger, Study/Interest Director
708 Armada Road South
Venice, FL 34285

Georgie Ann Fedako, Director of Finance
P.O. Box 1085
Nokomis, FL 34274

Amy Schirber, Secretary
1510 Danforth Lane
Osprey, FL 34229

Judy Keeler, Academic Olympics Chair
440 Palmetto Court #3
Venice, FL 34285

Carol Newnam, Auditor Chair
906 Golden Beach Blvd.
Venice, FL 34285

Lois Wynne, Fellowships & Grants Chair
902 Addington Court #104
Venice, FL 34293

Shannon Collins, Hospitality Chair
1040 Delacroix Circle
Nokomis, FL 34275

Beatrice Holt, Home Tour Chair
147 East Tampa Ave, Unit 304
Venice, FL 34285

Barbara Harris, Legal Advocacy/Silent Auction Chair
312 Bermuda Court
Venice, FL 34293

Sue Shea, Local Re-Entry Scholarship Chair/Yearbook Editor
622 Paget Court
Venice, FL 34293

Sue Zanger, Public Information Chair
840 Heron Cove Circle
Venice, FL 34285

Marilyn Singer, Public Policy Chair
5012 Bella Terra Drive
Venice, FL 34293

Marie Rust, Public Policy Chair
4366 Via Del Villetti
Venice, FL 34293

Roberta Cardamone, Sunshine Chair
501 Liberty Street
Englewood, FL 34223

Kay Novotny, Venice Views Editor Chair
2630 Alamander Avenue
Englewood, FL 34223

ARTICLE VII: CONFLICT OF INTEREST POLICY

The standard of behavior at the Branch is that all staff, volunteers, and board members scrupulously avoid conflicts of interest between the interests of the Branch on one hand, and personal, professional, and business interests on the other.

The purpose of this policy is to protect the integrity of the Branch's decision-making process, to enable our constituencies to have confidence in our integrity, and to protect the integrity and reputations of volunteers, members, and the board. Upon or before election, hiring or appointment, a member will

make written disclosure of interests, relationships, and holdings that could potentially result in a conflict of interest. This written disclosure will be kept on file and will be updated as is appropriate. In the course of meetings or activities, members will disclose any interests in a transaction or decision where a business, other nonprofit affiliation, family and/or significant other, employer, or close associates will receive a benefit or gain. After disclosure, the matter will be discussed and reviewed by the board.

ARTICLE VIII: DISSOLUTION

In the event of the dissolution of the Branch, all remaining assets shall be transferred and delivered to a 501(c)3 American Association of University Women entity for one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code, or the corresponding section of any future federal tax code. In the event that at the time of dissolution no such entity exists within the American Association of University Women network, all remaining assets shall be transferred to an alternate entity within the meaning of section 501(c)3 of the Internal Revenue Code, or the corresponding section of any future tax code.

ARTICLE X: INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial registered agent and street address shall be:

Shirley Reid, President
123 Woodbridge Drive, Unit 202
Venice, FL 34293

I hereby accept designation as registered agent of the American Association of University Women, Venice Branch, Inc. I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Shirley Reid/Registered Agent


Date

ARTICLE XI: INCORPORATORS

The Incorporators shall be:

Shirley Reid, President
123 Woodbridge Drive, Unit 202
Venice, FL 34293

Carol Cudia, Program Director
5016 Bella Terra Drive
Venice, FL 34293

FILED

2011 MAY -3 PM 4:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Venice, FL 34293

Lynnette Bennett, Membership Director
562 Marsh Creek Road
Venice, FL 34292

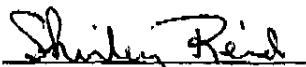
ARTICLE XII: AMENDMENTS

An amendment to these articles may be proposed by the board of directors or an officer or a member. Amendments shall be adopted by the board of directors by affirmative vote of at least three-fourths of the directors.

ARTICLE XIII: EARNINGS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers or other private persons, except that the Branch 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 in Article III thereof. No substantial part of the activities of the Branch shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Branch shall not participate in, nor 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, the Branch shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)3 of the Internal Revenue Code, or the corresponding section of any further federal tax code, or (b) by a corporation, contributions to which are tax deductible under section 170(c)2 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

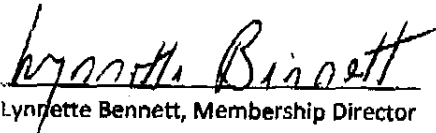
In witness whereof, we have hereunto subscribed our names this 16 day of April, 2011.



Shirley Reid, President



Carol Cudia, Program Director



Lynnette Bennett, Membership Director