

N12000000683

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

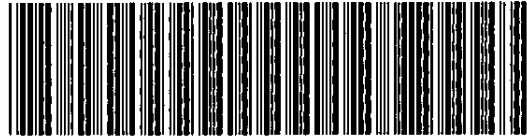
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300218612623

01/19/12--01003--015 **87.50

FILED

12 JAN 19 PM 1:36

SECRETARY OF STATE
100 ALABAMA STREET, TALLAHASSEE, FL 32301-2000

1/4

COVER LETTER

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

SUBJECT: Panhandle Writers Group, 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: Judith Hodges

Name (Printed or typed)

3291 Abel Avenue

Address

Pace, FL 32571

City, State & Zip

(850) 994-3969

Daytime Telephone number

RHodges747@aol.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
PANHANDLE WRITERS GROUP, Inc.

ARTICLE I NAME

The name of this non-profit organization is Panhandle Writers Group, Inc.

ARTICLE II PRINCIPLE PLACE OF BUSINESS OF THE CORPORATION

Street Address: 4644 Woodbine Road, Pace, FL 32571
Mailing Address: P.O. Box 3738, Milton, FL 32570

ARTICLE III PURPOSE

Section 1. The purpose for which the corporation is organized is:

- First. To encourage and inspire local writers and playwrights to improve their writing abilities and to become published, if desired.
- Second. To foster and develop through meetings, writing sessions, writing workshops, theatrical workshops and other appropriate means, the writing talents and skills of organization members, local writers and playwrights, and other interested persons.
- Third. To present live theatre productions by the members and playwrights for the cultural education, entertainment and inspiration of the community.
- Fourth. Support of worthy and charitable activities, such as instruction in the written and theatrical arts, and general support for all the arts.
- Fifth. To engage in and encourage social activities designed to foster the foregoing purposes of the organization.

Section 2. In the furtherance of these objectives and purposes, and in accordance with the powers conferred by its Certificate of Incorporation, the Panhandle Writers Group may:

- Collect membership dues, admission fees, gratuities, and donations.
- Solicit unencumbered sponsorships
- Apply for and receive grants.
- Buy or otherwise acquire, sell, or otherwise dispose of, and mortgage or otherwise hypothecate real, personal, and mixed property of all kinds.
- Raise funds by presenting writing workshops, holding general membership activities and meetings.
- Raise funds by presenting amateur theatrical productions, and making provision for theatre-related workshops, general membership activities, and meeting facilities.
- Exercise any of the powers granted by corporate law in the State of Florida.

FILED
12 JAN 19 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Section 3. Panhandle Writers Group is a nonprofit, charitable corporation. No member of the organization shall profit in any tangible way from its activities. All funds are to be disbursed in furtherance of the objectives and purposes set forth in Article III, Section 1.

Section 4. DISSOLUTION. In the event of the dissolution of this organization, all monies, property, and physical assets of the organization shall be distributed to any worthy nonprofit organization, in accordance with a majority of the votes cast at a final meeting of the membership called for that purpose. In the event dissolution occurs and Panhandle Writers Group has outstanding debts to individuals or businesses, any money remaining in Panhandle Writers Group checking, savings, or cash accounts shall be distributed to those owed to resolve the indebtedness prior to distribution of remaining assets.

Section 5. PRESIDENT. The President shall call meetings of the general membership and the Executive Board, shall set the agenda for and preside over such meetings, shall appoint Board Assistants and the Chairperson for Board Assistants, and shall appoint the chairpersons of Standing Committees, subject to the approval of the Executive Board.

Section 6. VICE PRESIDENT. The Vice President shall assume all the duties of the President in the event of his or her absence, or see Article IV, Section 5. The Vice President shall chair the Bylaws Committee and the House Management Committee. He or she shall provide the officers and standing committee chairpersons with guidance in performing their duties. The Vice President shall coordinate all Fundraising activities.

Section 7. SECRETARY. The Secretary shall keep accurate and legible minutes of meetings of the general membership and the Executive Board. He or she shall provide copies of the minutes of the general membership meetings to the President and copies of the Executive Board meetings to each member thereof. Copies may be provided in written form or as an email attachment. The Secretary shall keep an electronic copy as part of the historical files of the organization.

Section 8. TREASURER. The Treasurer shall keep and maintain all financial records of the organization. He or she shall receive, deposit, and disburse such monies as required. The Treasurer shall provide a verbal accounting of all organization funds at all general membership meetings, or as requested by any Executive Board Member. The Treasurer shall provide a written copy of all organizational funds detailing annual receipts and expenditures to all Executive Board members at each general membership meeting or as requested by any Executive board member. He or she shall maintain an annual Bank Summary spreadsheet. He or she shall submit the financial records for audit at the conclusion of his or her term of office or upon request of the President. The Treasurer shall be required to file the annual report to the State of Florida. The Treasurer shall not be required to give bond for the faithful execution and performance of his or her duties. The Treasurer shall be responsible for disbursing Permanent Funds to the Executive Board.

Section 9. NON-POLITICAL. The Panhandle Writers Group organization is nonpolitical in character and shall not engage in political activities of any nature.

Section 10. DISCRIMINATION. Discrimination in any form shall not be practiced, accepted, or tolerated. Any person of any age, race, creed, color, or sex may become a member of Panhandle Writers Group upon payment of the required membership dues as determined by the Executive Board.

Section 11. HARASSMENT. Harassment in any form or upon any gender shall not be practiced, accepted, or tolerated.

Section 12. MEMBERSHIP RIGHTS, PRIVILEGES, ACTIVITIES, AND DUTIES. There shall be no differences among the classes of membership regarding rights, privileges, activities, or duties of membership.

Section 13. FINANCIAL POLICY. Panhandle Writers Group states that its basic financial policy shall be to acquire funds and property in keeping with the objectives and purposes of the organization.

- The Fiscal Year of Panhandle Writers Group shall be from January 1 to December 31.
- Membership dues shall be determined by the Executive Board. Each person who tenders payment of the dues so established shall be entitled to full membership in Panhandle Writers Group, for one calendar year (365 days) from date of payment. A membership database will be maintained and expiration notices will be sent via email or US mail to remind members to renew.

Section 14. BANKING PRACTICES. All monetary assets of the organization shall be maintained in a banking institution or credit union designated by the Executive Board. Withdrawals may be made only to meet the financial obligations of the organization. All checks, drafts, or orders for payment of money, notes, or other evidence of indebtedness issued in the name of Panhandle Writers Group shall be signed by any 2 members of the Executive Board. The phrase "signed by any 2 members of the Executive Board" is further defined as follows: one board member shall prepare or acquire the appropriate payment instrument and a second Executive Board member shall review the instrument for correctness and initial the instrument. The second Executive Board member's initials on the payment instrument shall satisfy the requirement of the second signature.

Section 15. INTEREST IN ASSETS. No member of the organization shall have any right, title, or interest in any property of the organization. No person whose membership in the organization is terminated, whether by death, resignation, or any other means, shall have any right, title, or interest in any asset or property of the organization.

Section 16. CONFLICT OF INTEREST. Panhandle Writers Group members shall not engage in any organization-related business or activity that is, or is perceived to be, a Conflict of Interest on behalf of the organization. Final determination of whether organizational-related business or activity is or is not a Conflict of Interest shall be made by the Executive Board.

ARTICLE IV MANNER OF ELECTIONS

Section 1. METHOD OF ELECTING. All officers shall be elected by secret written ballot, or as agreed upon by the general membership present at the Election meeting to employ voice vote or balloting by show of hands from a slate of candidates. The slate may be by nominations made from the floor, provided the consent of the nominee has been obtained in advance.

Section 2. NOMINATIONS FROM THE FLOOR. Nominations from the floor shall be received by the presiding officer and do not require seconds. Floor nominees must be members in good standing and must have agreed to such nominations. Floor nominees must be present to be elected, with the exception of extenuating circumstances which must be provided to the presiding officer.

Section 3. ORDER OF ELECTION. The term of office for the President and Treasurer is 2 years. The term of office for the remaining officers is 1 year. The election of the President shall be conducted at the last meeting of each year in odd-numbered years. The election of the Vice President and Secretary shall be conducted at the last meeting each year. The presiding officer shall, first, restate the Nominations and Elections Committee's nomination(s) for President or shall call for nominations from the floor. After passage of a motion to close the nominations, he or she shall direct that the ballots be distributed for this office or as agreed upon by the general membership present at the Election meeting to employ voice or hand vote. If conducted by secret written ballot, the ballots for President shall be collected and counted. A majority of votes cast shall be required to elect. If no candidate shall have received a majority, a re-balloting shall be directed to decide between the two candidates receiving the largest pluralities as the remaining nominees, and a majority of such votes cast shall be required to elect. After the results of the election of a President have been announced, the same procedures shall then be followed for the remaining offices in the order in which they are listed in the Bylaws.

Section 4. VOTING. Each member present shall be entitled to one vote. The majority vote of the quorum present at a meeting shall constitute the act of the body. In the event of a tie vote, the measure shall be sent to the Executive Board for discussion and action. Voting by proxy is prohibited.

Section 5. REMOVAL FROM OFFICE. Any Executive Board Member may be removed from office by a majority vote of the joint meeting of all the remaining members of the Executive Board. Such a vote may be cast by written ballot or by a show of hands. Grounds for automatic removal of office: any behavior or action adversely affecting a production and/or the writers group; missing three board meetings annually without valid excuse.

Section 6. VACANCY. With the exception of the President, any Executive Board Member vacancy occurring by reason of death, resignation, or removal shall be filled by a majority vote of the remaining members of the Executive Board. Such appointees shall serve for the unexpired term of the vacant position. If a vacancy occurs in the office of the President, a special meeting of the membership shall be called and a willing member shall be elected to serve as President for the unexpired portion of the term. Such election shall be accomplished in the manner prescribed in these bylaws.

Section 7. TEMPORARY VACANCY. In the event any Board Member, with the exception of the President, is unable to serve for a period of not less than 1 or more than 6 months, the President may appoint a substitute to fulfill that member's duties during his/her absence. Such appointment shall be subject to the concurrence of the Executive Board at the first regular meeting following the appointment.

FILED

12 JAN 19 PM 1:37

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Sylvia Melvin, **President**
6053 Arnies Way
Milton, FL 32570

Marjorie Rickling Luczak, **Vice President**
3305 Indian Hills Drive
Pace, FL 32571

Myra Shofner, **Secretary**
5909 Roble Loma Drive
Pensacola, FL 32526

Judith Hodges, **Treasurer**
3291 Abel Avenue
Pace, FL 32571

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

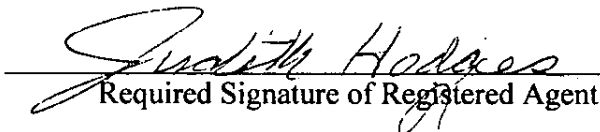
ARTICLE VI REGISTERED AGENT

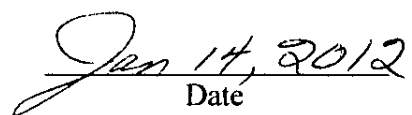
Judith Hodges
3291 Abel Avenue
Pace, FL 32571

ARTICLE VII INCORPORATOR


Richard Hodges
3291 Abel Avenue
Pace, FL 32571

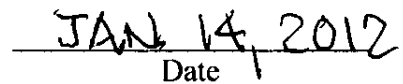
Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as a registered agent and agree to act in this capacity.


Required Signature of Registered Agent


Date

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 s.817.155, F.S.


Required Signature of Incorporator


Date