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J. BEAUREGARD PARKER, P.A.

ATTORNEY AT LAW

1900 N.W. CORPORATE BOULEVARD SUITE 301 - WEST BUILDING BOCA RATON, FLORIDA 33431-7340 TELEPHONE: 561-997-0204 / FAX: 561-997-1194

E-MAIL: beau@jbparkerlaw.com

June 11, 2012

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

Attn.: Corporate Filings

Re: Delray Central House, Inc.

Articles of Incorporation (Non Profit)

Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation, together with a copy and a check in the amount of \$78.75 for the \$70.00 filing fee and an \$8.75 certified copy fee. Kindly return a certified copy to my attention.

If you have any questions or concerns, please call me.

Thank you for your courtesies in this matter.

Very truly yours,

J./ Beauregard Parker

JBP/dec Enclosure

ARTICLES OF INCORPORATION OF DELRAY CENTRAL HOUSE, INC.

PREAMBLE

We, the undersigned, hereby organize ourselves as a not-for-profit corporation under Chapt of the Florida Statutes.

ARTICLE I NAME

The name of this non-for-profit corporation shall be: DELRAY CENTRAL HOUSE, INC.

ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The place in this state where the principal office of the Corporation is to be located at: 2170 West Atlantic Avenue, Delray Beach, Florida 33437, Palm Beach County, Florida.

ARTICLE III PURPOSE

- 1. Said corporation is organized exclusively for charitable and educational purposes in support of Recovery from Alcoholism; to provide spaces, facilities, and administrative function for the Delray Central House Group of Alcohol Anonymous. The corporation shall support the Twelve Traditions of Alcoholics Anonymous and it and all its property shall be subject to laws, usages, and appointments of these Twelve Traditions and the applicable laws that govern exempt non-profit organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code.
- 2. The corporation shall have the power to acquire and hold title in fee simple, in trust, or otherwise, to personal property, and to improve, encumber, sell, convey and dispose of all such property.
- 3. The corporation shall have the power to lease, modify, and maintain a building for purposes consistent with those required in the activities of an active group of Alcoholics Anonymous.
- 4. If, for any reason, the corporation shall cease to exist as a legal entity and its charter shall expire to be terminated, the title to all its property, shall be bested in the trustees of Alcoholics Anonymous.

ARTICLE IV OFFICERS

The officers of the corporation shall be a Chairman, Vice Chairman, Secretary, Treasurer, Finance Committee Chairman. Officers of the corporation shall be sober members of Alcoholics Anonymous and have been sober for a minimum of two years before the date of the election meeting. The names and addresses of the persons who are the initial trustees/Officers of the corporation are as follows:

Chairman

William Ryckman

249 Royal Court

Delray Beach, Florida 33444

Vice Chairman

TBD

Secretary

James Twitty

6554 Jog Estates Lane

Boynton Beach, Florida 33437

Treasurer

Jack Gardiner

1706 Palmland Drive, Unit 2B Boynton Beach, Florida 33432

Finance Committee Chairman

Arnold Wachsberger 6141 Hook Lane

Boynton Beach, FL 33437

Officers will be elected in conformance with the By-Laws to be adopted by the initial Board and approved by the membership at the first annual meeting.

ARTICLE V BOARD OF DIRECTORS

The Board of Directors shall consist of not less than 3 or more than 19 Directors.

The names and addresses of the persons who are to serve as the Board of Directors until the first election are as follows:

William Ryckman

249 Royal Court

Delray Beach, Florida 33444

James Twitty

6554 Jog Estates Lane

Boynton Beach, Florida 33437

Jack Gardiner

1706 Palm land Drive, Unit 2B

Boynton Beach, Florida 33436

Arnold Wachsberger

6141 Hook Lane

Boynton Beach, Florida 33437

The Board of Directors will be those elected in conformance with the By-Laws to be adopted by the initial Board and approved by the membership at the first annual meeting. Directors of the corporation shall be sober members of Alcoholics Anonymous and have been sober for a minimum of two years before the date of the election meeting.

ARTICLE VI BYLAWS

The Bylaws of the corporation shall initially be made and adopted by its first Board of Directors and thereafter approved by the membership as may be provided in the Bylaws.

ARTICLE VII PROHIBITED TRANSACTIONS

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 in Article III hereof. No part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempt to influence legislation and the Corporation shall not participate in, or intervene in (including the publishing or distributions of statements) in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation 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 future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VIII DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed 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. This distribution will be made in favor of Alcoholics Anonymous at the local Palm Beach County Level.

ARTICLE IX AMENDMENTS OF ARTICLES

The Articles of Incorporation may be amended by Membership at any meeting called for that purpose provided the Amendment is approved by the members of the Board at a special meeting called for the purpose of considering amending the Articles of Incorporation, or a special meeting called for the purpose of considering amending the Articles of Incorporation, and providing that the Amendment is filed with the Secretary of State.

ARTICLE X INDEMNIFICATION

Each and every officer and director of the corporation shall be indemnified by the corporation against all costs, expenses, and liabilities, including legal fees reasonably incurred by or imposed on such officer or director in connection with any claim, demand or proceeding to which such officer or director may become involved by reason of their being or having been an officer or director of this corporation whether or not such person is an officer or director at the time such expenses are incurred, provided however, if such officer or director is adjudged guilty of willful misfeasance or malfeasance in the performance of the duties of such officer or director, the corporation shall not indemnify any claim or proceeding, the indemnification herein provided shall be applicable only when settled and shall determine that such indemnification shall be in the best interest of the officer or director and the corporation. The corporation may purchase such insurance policies as the Board of Directors of the Corporation shall deem appropriate to provide such indemnification. The foregoing right of indemnification shall be in addition to, but not exclusive of, any and all other rights to which such officer or director may be entitled.

ARTICLE XI RESIDENT AGENT

The resident agent of the corporation to accept service of process in this state and who shall serve until replaced by the Board of Directors of the corporation shall be:

J. Beauregard Parker, P.A. 1900 NW Corporate Boulevard, Suite 301W Boca Raton, Florida 33431

ARTICLE XII INCORPORATORS

The initial Board shall serve as incorporator(s)		72	
In witness whereof, we have hereunto subscribed our names this // of June, 20 william Ryckmar/bocorparator	12-TASSET	JUN 15 PH	Parameter Company
James Twitty/Incorporator	FLORIDA	12: 47	
Jack Gardiner/Incorporator			
Arnold Wachsberger/Incorporator			

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in these Articles, I am familiar with and accept the appointment as Registered Agent and to agree to act in this capacity

J. Beauregard Parker P.A.

By:

J. Beauregard Parker