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ATTORNEY AT LAW

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June 11, 2012

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

Attn.: Corporate Filings

Re: Delray Central House Foundation, 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 FOUNDATION, INC.**

PREAMBLE

We, the undersigned, hereby organize ourselves as a not-for-profit corporation under the Chapter 617 of the Florida Statutes.

**ARTICLE I
NAME**

The name of this not-for-profit corporation shall be: **DELRAY CENTRAL HOUSE FOUNDATION, 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: 1900 N.W. Corporate Blvd, Suite 301W, Boca Raton, Palm Beach County, Florida 33431.

**ARTICLE III
PURPOSE**

1. This corporation shall be organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations under Section 501(c)(3) of the internal Revenue Code of 1986 or the corresponding section(s) of any future federal tax code. The specific purpose of this Corporation shall be to raise money in support of and for the benefit of Delray Central House, Inc. an exempt non-profit organization under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section(s) of any future tax code, or any other exempt non-profit which serves to aid in the Recovery from Alcoholism.

2. The corporation shall have the power to acquire and hold title in fee simple, in trust, or otherwise, to personal property and real property and to improve, encumber, sell, convey and dispose and lease all of such property.

3. To borrow or raise money for any purpose of the corporation, and from time to time, without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidence of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage or deed of trust upon pledge, conveyance or assignment in trust, of the whole or any part of the property of the Corporation, whether at the time owned or thereafter acquired; and to sell, pledge or otherwise dispose of such bonds or other obligations of the Corporation for its corporate purpose.

4. Notwithstanding any other provision of these Articles, this Corporation shall not carry on any activities not permitted to be carried on by and organization exempt from Federal income tax under sections 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of

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PALM BEACH COUNTY, FLORIDA

any future United States Internal Revenue law

ARTICLE IV
BOARD OF DIRECTORS

1. The Board of Directors shall consist of not less than 5 or no more than 9 Directors.
2. The Board of Directors of this corporation is to be self-perpetuating. Those who are board members at the time of each election shall elect successor board members.
3. Any Director desiring to resign shall do so in writing to the Secretary of the Board. Any one or more of the Directors may be removed either with or without cause at any time by a vote of two-thirds of the Board of Directors present at any special meeting called for that purpose.

ARTICLE V
INITIAL DIRECTORS

The names and post office addresses of the Board of Directors until the first annual meeting are as follows:

Mark Hayden
5872 North Pointe Lane
Boynton Beach, FL 33437

Dennis E. Callahan
300 NE 26th Avenue, #12
Boynton Beach, Florida 33435

Pamela Day
3768 Edgar Avenue
Boynton Beach, FL 33436

J. Beauregard Parker
1900 NW Corporate Blvd., Suite 301W
Boca Raton, Florida 33431

Joseph A. Petri
301 Yamato, Suite 1199
Boca Raton, Florida 33

ARTICLE VI
REGISTERED AGENT

The name and address of the Registered Agent of this Corporation is J. Beauregard Parker, P.A. at 1900 NW Corporate Blvd., Suite 301W, Boca Raton, Florida 33431

ARTICLE VII **BYLAWS**

The Bylaws of the corporation shall initially be made, adopted and approved by its first Board of Directors.

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**

In the event of the dissolution of the corporation for any cause whatsoever, all of its assets and property over and above whatsoever may be required for the payment of its just debts and obligations, 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, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX **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 X
INCORPORATORS

The Initial Board shall serve as the Incorporators.

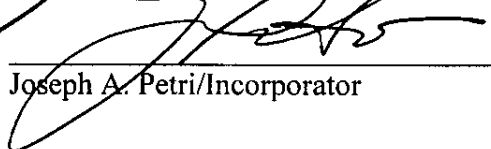
In witness whereof, we have hereunto subscribed our names this 11th of June, 2012.


Mark Hayden/Incorporator


Dennis E. Callahan/Incorporator

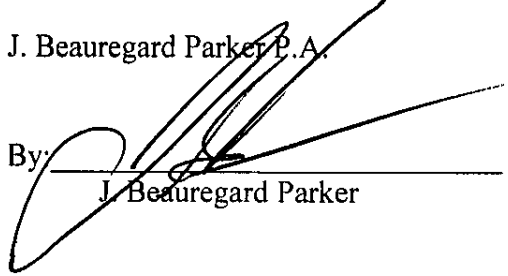

Pamela Day/Incorporator


J. Beauregard Parker/Incorporator


Joseph A. Petri/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

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