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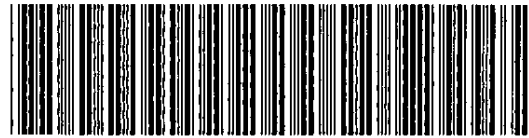
(Business Entity Name)

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13 AUG 29 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ps 9/4/13

The Law Office Of
WILLIAM E. HAWKINS, PL
A Professional Limited Liability Company

William E. Hawkins, Jr., Esq.*
*Certified Real Estate Instructor

Telephone: (561) 354-9000
Facsimile: (561) 658-0119
Email: bill@myhawklaw.com

August 27, 2013

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
(850) 245-6052

RE: WATERFRONT LEADERSHIP CORPORATION

Dear Division of Corporations:

Enclosed is the original of the Articles of Incorporation and a check in the amount of **\$78.75** for the above named corporation. Please file the above listed item and return a certified copy to me.

Please use the following email address for purposes of the annual report:
Larry@LFRconsulting.com.

I thank you for your assistance and should you have any questions, please do not hesitate to call me immediately.

Very truly yours,

/s/ William E. Hawkins, Jr.
William E. Hawkins, Jr.

/weh
Enclosures

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ARTICLES OF INCORPORATION OF 13 AUG 29 PM 3: 17

WATERFRONT LEADERSHIP CORPORATION OF STATE

A Florida not-for-profit corporation

TALLAHASSEE, FLORIDA

ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the Corporation is Waterfront Leadership Corporation. The principal place of business and mailing address of the Corporation is 415 N. Clematis Street, West Palm Beach, FL 33401.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual, and the corporate existence will commence on the filing of these Articles by the Department of State.

ARTICLE III. PURPOSE

The corporation is organized exclusively for charitable, educational and scientific purposes. The specific purpose of this corporation is to construct, maintain and manage cultural exhibitions and attractions and educational facilities such as museums, gardens, and monuments and any various educational programs related thereto, situated along the waterfront in South Florida, and any business incidental thereto, and to raise funds to accomplish those objectives.

ARTICLE IV. GOVERNANCE

Provisions for the regulation of the affairs of the Corporation are:

- (a) The Corporation shall be a non-profit corporation and shall not have the authority to issue capital stock.
- (b) The Corporation shall not be a membership corporation, but shall be operated, managed and controlled solely by its Board of Directors. Each member of the Board of Directors shall have one vote. The Board of Directors may, however, delegate so much of its authority to officers of the Corporation, committees, directors, or individuals, or any combination thereof, as it deems advisable to fulfill its tax-exempt purposes. The Directors and officers of the Corporation, terms of office, method of selection, respective duties, and all things pertaining thereto, are defined and established by the by-laws of the Corporation.
- (c) Without in any way limiting the foregoing, the Corporation shall have all those powers granted by Chapter 617 Florida Statutes.
- (d) Except as otherwise provided by law, the Corporation may at any time dissolve by the affirmative vote of two-thirds of the Board of Directors. Upon liquidation or dissolution of the Corporation for any reason, after payment of all of the liabilities of the corporation or due provisions therefor, all of the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or shall be distributed to a federal, state or local government, for a public purpose.

(e) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any director, or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation), and no member, trustee, director, or officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

(f) No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence, or participating in, or intervening in [including the publication or distribution of statements], any political campaign on behalf of any candidate for public office.

(g) Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from Federal income tax under Subsection 501(c)(3) of the Internal Revenue Code of 1986 or (ii) by a corporation contributions to which are deductible under Subsection 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(h) The Corporation shall not engage in any act of self-dealing as defined in Subsection 4941 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws; nor fail to distribute an amount of income required to avoid incurring tax liability under Subsection 4942 of the Internal Revenue Code of 1986, or corresponding provisions of subsequent federal tax laws; nor retain any excess business holdings as defined in Subsection 4943 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws; nor make any taxable expenditures as defined in Subsection 4945 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE IV. DIRECTORS

There shall be not less than three (3) members of the Board of Directors of the Corporation and not more than fifteen (15). Additional Directors may be added from time to time by the majority vote of Directors then serving.

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

<u>Collene W. Walter</u>	477 S. Rosemary Ave., Ste. 225, West Palm Beach, FL 33401
<u>Joseph P. Hinckley</u>	4340 NE 5 th Ave., #2, Boca Raton, FL 33431
<u>Donald Alducin</u>	6429 s. Flagler Drive, West Palm Beach, FL 33405

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 members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or

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other document filed under any provision of law which relates to action so taken 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 the Bylaws of this Corporation authorize the Board to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE V. REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office in Florida is 1003 Seagate Drive, Delray Beach, FL 33483 and the name of its initial registered agent at that address is Lawrence F. Rosensweig.

ARTICLE IX. BYLAWS

The first Bylaws of the Corporation will be adopted by the Board of Directors named herein. Upon proper notice, the Bylaws may be amended, altered, or rescinded by the affirmative vote of a majority of the Board of Directors.

ARTICLE X. AMENDMENTS

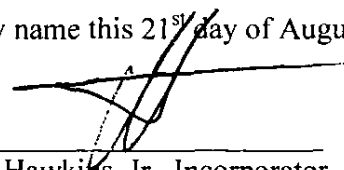
These articles of Incorporation may be amended at any meeting of the Board of Directors, by the affirmative vote of two-thirds of the members of the Board of Directors, at any regular meeting or at any special meeting called for that purpose, provided that such proposed amendments shall be plainly stated in the call for the meeting in which they are to be considered.

ARTICLE XI. INCORPORATOR

The name and address of the subscriber of these Articles of Incorporation is:

William E. Hawkins, Jr., Esq. 401 Old Dixie Hwy, #4454, Jupiter, FL 33469

IN WITNESS WHEREOF, I have subscribed my name this 21st day of August, 2013.



William E. Hawkins, Jr., Incorporator

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13 AUG 29 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.0501 Florida Statutes, the following is submitted:

Waterfront Leadership Corporation, a Florida Not-For-Profit Corporation, desiring to organize under the laws of the State of Florida, with its principal place of business as indicated in the foregoing Articles of Incorporation, has named

AGENT

ADDRESS

Lawrence F. Rosensweig

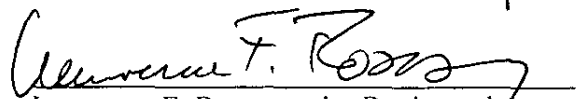
1003 Seagate Drive, Delray Beach, FL 33483

as its agent to accept service of process within Florida.

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: August 21, 2013

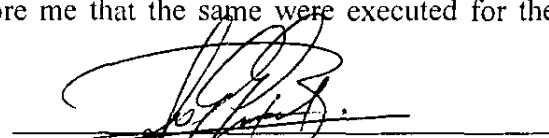

Lawrence F. Rosensweig, Registered Agent

STATE OF FLORIDA
COUNTY OF PALM BEACH

On this 21 day of August, 2013, before me, the subscriber, personally appeared Lawrence F. Rosensweig, [] who is personally known to me or [] who showed as identification, executed the foregoing Articles of Incorporation and they acknowledged before me that the same were executed for the purpose therein expressed.

(SEAL)

NOTARY PUBLIC-STATE OF FLORIDA
Salvador Garcia
Commission # EE039301
Expires: NOV. 02, 2014
BONDED THRU ATLANTIC BONDING CO., INC.


Notary Public, State of Florida
Print Name: SALVADOR GARCIA
My Commission expires: NOV, 02 2014