# 1356 Ŷ

(Requestor's Name)		
(Address)		
(Add	(ress)	
(Aut	1655)	
(City/State/Zip/Phone #)		
		MAIL
(Bus	iness Entity Nar	ne)
,		,
(Document Number)		
Certified Copies Certificates of Status		
Special Instructions to F	Filing Officer:	
Office Lise Only		

I I



12/20/13--01009--004 \*\*70.00

13 DEC 20 AH 7: 30 RETALT OF STATE AHASSEE FLORIDA

ata ili.

. •

Jffice Use Only

# **COVER LETTER**

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

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

State State

ADDITIONAL COPY REQUIRED

FROM: Michael A. Tomberg

Name (Printed or typed)

4700 Millenia Blvd., Ste. 175

Address

Orlando, FL 32839

City, State & Zip

407-494-5123

Daytime Telephone number

cwittig@CBIZ.com

E-mail address: (to be used for future annual report notification)

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

Please file the Articles of Incorporation for this proposed Not For Profit Corporation. Thank you.

# ARTICLES OF INCORPORATION OF THE NATIONAL SOCIETY OF ARTS AND LETTERS, FLORIDA EAST COAST CHAPTER, INC.

The undersigned, a natural person of the age of eighteen years or more, acting as sole incorporator of a corporation under the provisions of the Florida Not for Profit Corporation Act (Chapter 617, Florida Statutes), adopt the following Articles of Incorporation of such corporation:

#### **ARTICLE I**

The name of the corporation is the National Society of Arts and Letters, Florida East Coast Chapter, Inc. (the "Corporation").

# **ARTICLE II**

The principal place of business and mailing address of the Corporation is 1675 N. Military Trail, Fifth Floor, Boca Raton, Florida 33486-4310.

#### **ARTICLE III**

The Corporation is organized exclusively for religious, charitable, scientific, literary, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) (the "Code"). In furtherance of its Code Section 501(c)(3) purposes, the purposes of the Corporation include: (1) to encourage and assist young artists, (2) to provide awards to non-members after an annual competition, (3) to create opportunities for winners of such competitions to perform their art, and (4) appreciation in the arts. However, any grants or scholarships made by the Corporation to individuals or organizations must be: (i) consistent with the Corporation's status as a Code Section 501(c)(3) organization, and (ii) if the Corporation is a "private foundation" (as defined in Code Section 509), any such grants or scholarships shall comply with the restrictions and requirements provided by the Internal Revenue Code and the Treasury Regulations promulgated thereunder that are applicable to private foundations providing such grants or scholarships. Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

F 1LED 13 DEC 20 AM 7: 30 SECRETARY OF STATE FALLAHASSEE FLORID;

#### ARTICLE IV

The number of directors of the Corporation shall be fixed as determined by the Bylaws, but shall not be less than three (3). The directors of the Corporation shall have all of the rights and powers as provided in these Articles of Incorporation and the Corporation's bylaws. All future directors shall be elected or appointed in accordance with the method set forth in the Bylaws of the Corporation.

## **ARTICLE V**

The following is a list of the initial Directors of the Corporation:

Shari Upbin President 7594 Elmridge Drive Boca Raton, FL 33433

Alyce Erickson President 2314 W. Maya Palm Drive Boca Raton, FL 33432-7947

Christopher W. Wittig Treasurer 1675 N. Military Trail, Fifth Floor Boca Raton, FL 33486

Linda Gunn Secretary 1030 Langor Way #3 Delray Beach, FL 33483

#### **ARTICLE VI**

The name and address of the initial registered agent of the Corporation is as follows:

## <u>Name</u>

Address

Christopher W. Wittig

1675 N. Military Trail, Fifth Floor Boca Raton, FL 33486

# **ARTICLE VII**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, 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 these Articles. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the Corporation shall not participate in or intervene in (including 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 Corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Code Section 501(c)(3), or (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2) of the Internal Revenue Code of 1986. Further, during anytime that the Corporation is a private foundation under Code Section 509, the Corporation shall:

- a. make distributions of its income at such time and in such manner as not to subject it to tax under Code Section 4942;
- b. not engage in any act of self-dealing as defined in Code Section 4941(d);
- c. not retain or obtain any excess business holdings as defined in Code Section 4943(c);
- d. not make any investments which would subject it to tax under Code Section 4944; or
- c. not make any taxable expenditures as defined in Code Section 4945(d).

#### **ARTICLE VIII**

The period of duration of the Corporation is perpetual.

## **ARTICLE IX**

The Corporation shall have members.

## **ARTICLE X**

Upon the dissolution of the Corporation, the board of directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, religious, scientific, educational, or such other exempt purposes as shall at the time qualify as an exempt organization or organizations under Code Section 501(c)(3), or to a federal, state, or local government body to be used for exclusively public purposes as the board of directors shall determine.

# **ARTICLE XI**

-3-

The name and address of the incorporator of the Corporation is as follows:

<u>Name</u>

## Address

Michael A. Tomberg

4700 Millenia Boulevard, Suite 175 Orlando, Florida 32839

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 registered agent and agree to act in this capacity.

Christopher W. Wittig, Registered Agent

 $\frac{12/9/13}{\text{Date}}$ \_\_\_\_\_

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 Section 817.155, Florida Statutes.

Michael A. Tomberg, Incorporator

13 18, 12

Date

ധ