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## COVER LETTER

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

SUBJECT: The Wagner Society of Palm Beach, 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: Michael A. Weeks  
Name (Printed or typed)

319 Clematis St., Ste 614  
Address

West Palm Beach, FL 33401  
City, State & Zip

561.601.5438  
Daytime Telephone number

MWEEKS@WEEKSMAON.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**  
**OF**  
**THE WAGNER SOCIETY OF PALM BEACH, INC.**

Original

majority of whom are citizens of the United States, desiring to form  
on under the Non-Profit Corporation Law of Florida, CHAPTER 617,  
STATUTES, do hereby certify:

**ARTICLE I**

The name of the Corporation shall be:

THE WAGNER SOCIETY OF PALM BEACH, INC.

**ARTICLE II**

The period of duration is perpetual.

**ARTICLE III**

The principal place of business and mailing address of the corporation is 369  
South Lake Drive, #H-1, Palm Beach, Florida 33460, located in the Town of Palm  
Beach, Palm Beach County, Florida.

**ARTICLE IV**

The corporation is organized as a not-for-profit corporation for such purposes as  
described in SECTION 617.0301, FLORIDA STATUTES, and, and shall be operated  
exclusively for charitable, religious, educational, and scientific purposes, including, for  
such purposes, the making of distributions to organizations that qualify as exempt  
organizations under section 501(c)(3) of the Internal Revenue Code, or the  
corresponding section of any future federal tax code.

In particular, the corporation shall conduct the following educational and  
charitable activities:

To broaden the study and enhance the enjoyment of Wagner's art.

To receive contributions in the form of cash, personal property, or real property of  
any nature or kind; to buy or sell such property with the funds received and the interest,  
dividends, gains, and other forms of profit derived therefrom, and to invest the same in  
order to further the purposes of the corporation. The corporation shall have all powers  
prescribed by law and all powers necessary and incidental to the fulfillment of its  
purposes.

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## **ARTICLE V**

The corporation shall have members. The designation of class of members and the qualifications and rights of such classes shall be as set forth in the bylaws. Members shall not have the right to vote. The initial Regular Members are:

JOHN POHANKA  
MAURICE GOLDINGS  
JOSEPH FLANAGAN

## **ARTICLE VI**

The affairs of the corporation shall be managed by a board of directors. The board of directors shall exercise all the powers of the corporation, including the adoption and amendment of the bylaws of the corporation.

## **ARTICLE VII**

The number of directors of the corporation shall not be less than three (3) nor more than nine (9). The directors shall be elected or appointed in such manner and for such term or terms as shall be set forth in the bylaws. The names and addresses of the persons who are to be the initial directors and officers of the corporation until their successors are elected or appointed as provided in the bylaws are:

JOHN POHANKA, President, 369 South Lake Drive, #H-1, Palm Beach, Florida 33460

MORRIS GOLDINGS, Secretary, 1601 South Flagler Drive, #3080, West Palm Beach, Florida 33401

JOSEPH FLANAGAN, Treasurer, 369 South Lake Drive, #PH-D, Palm Beach, Florida 33460

## **ARTICLE VIII**

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 IV hereof. 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 the

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 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 or (c) by a corporation formed pursuant to CH. 617, FLORIDA STATUTES.

#### ARTICLE IX

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, 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 X

The name and address of the incorporator is:

Michael A. Weeks, Esq.  
WEEKS & MACON, LLP  
319 Clematis Street, Suite 614  
West Palm Beach, FL 33401

#### ARTICLE XI

The name and address of the initial registered agent and office is:

Michael A. Weeks, Esq.  
WEEKS & MACON, LLP  
319 Clematis Street, Suite 614  
West Palm Beach, FL 33401

I hereby accept the designation as Registered Agent.



Michael A. Weeks


Dated this 31<sup>st</sup> day of December, 2013

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## ARTICLE XI

The effective date of these articles of incorporation is December 31, 2013.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation this 31<sup>st</sup> day of December, 2013.

A handwritten signature in black ink, appearing to read 'M. Weeks', is written over a solid horizontal line.

Michael A. Weeks

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