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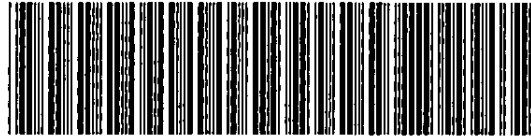
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15 MAR 20 AM 8:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

144

COVER LETTER

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

SUBJECT: Delta Sigma Theta Sorority Foundation of the Treasure Coast, 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: Evett L. Simmons, Esquire
Name (Printed or typed)

145 NW Central Park Plaza Suite 200
Address

Port St. Lucie, FL 34986
City, State & Zip

772-873-5904
Daytime Telephone number

evett.simmons@gmlaw.com
E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 10, 2015

EVETT L. SIMMONS, ESQ.
145 NW CENTRAL PARK PLAZA SUITE 200
PORT ST. LUCIE, FL 34986

SUBJECT: DELTA SIGMA THETA SORORITY FOUNDATION OF THE
TREASURE COAST, INC.
Ref. Number: W15000017153

We have received your document for DELTA SIGMA THETA SORORITY
FOUNDATION OF THE TREASURE COAST, INC. and your check(s) totaling
\$78.75. However, the enclosed document has not been filed and is being
returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The Florida Statutes require an entity to designate a street address for its
principal office address. A post office box is not acceptable for the principal office
address. The entity may, however, designate a separate mailing address. The
mailing address may be a post office box.

Please remove "FORT PIERCE ALUMNAE CHAPTER DELTA SIGMA THETA
SORORITY, INCORPORATED" from Article #15.,

Please return the corrected original and one copy of your document, along with a
copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call
(850) 245-6052.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 515A00004898

APPROVED
AND
FILED

ARTICLES OF INCORPORATION

OF

15 MAR 20 AM 8:06

DELTA SIGMA THETA SORORITY FOUNDATION OF THE TREASURE COAST, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1

Name and Offices

1.1 Name. The name of this Corporation is Delta Sigma Theta Sorority Foundation of the Treasure Coast, Inc. (hereinafter referred to as the "Foundation").

1.2 Incorporation. The Incorporator of the Foundation is the Fort Pierce Alumnae Chapter of Delta Sigma Theta Sorority, Incorporated, a Florida Corporation (the "Chapter").

1.3 Offices. The registered office of the Foundation shall be at such location in the State of Florida as may be determined by the Incorporator. The current principal office of the Foundation is 145 NW Central Park Plaza, Suite 200, Port St. Lucie, Florida 34986.

ARTICLE 2

Guiding Principles

2.1 Purpose. The Foundation is organized to operate exclusively for religious, charitable, scientific and/or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

2.2 Benefit to Public. The Board of Trustees of the Foundation shall ensure, to the greatest extent possible, that funds expended by the Foundation directly benefit the public and are employed directly in activities contemplated by the purposes of the Foundation.

2.3 Mission Statement. The mission of the Foundation is to serve as the charitable arm of the Chapter.

ARTICLE 3

Trustees

3.1 Generally. All power and authority of the Foundation shall be vested exclusively in the Board of Trustees, which shall manage and direct the affairs of the Foundation. The members of the Board of Trustees shall be referred to as "Trustees."

3.2 Number and Qualification. The number of Trustees of the Foundation shall be at least nine (9), but no more than nineteen (19) financial members of the Chapter. The President, Treasurer, Financial Secretary, Chair of the Fundraising Committee, and Chair of the Program Planning and Development Committee of the Chapter shall serve as members of the Board of Trustees. The remaining Trustees will be elected by the Chapter at the same time as elections are held for Officers of the Chapter.

3.3 Election of Trustees; Term of Office.

(a) Trustees shall be elected to two-year terms; except that one-third (1/3) of the initial Board of Trustees shall be elected to a one (1) year term and two-thirds (2/3) shall be elected to a two (2) year term. The President of the Chapter will appoint the initial Board of Trustees.

(b) All elected Trustees shall be elected as a group. All candidates for elected positions on the Board of Trustees shall be voted upon in a single ballot, and all members of the outgoing Board of Trustees who participate in the election shall be required to vote for as many different candidates as the number of elected Trustee positions to be filled in such election. There shall be no cumulative voting. The candidates, equal in number to the number of positions to be filled, who receive the largest number of votes in such single ballot, shall be elected.

(c) There shall be no set limit on the number of terms each Trustee may serve on the Board of Trustees.

3.4 Resignation. Any Trustee may resign at any time by giving written notice of such resignation to the Board of Trustees, which will be effective upon acceptance by the Board of Trustees.

3.5 Removal. Any Trustee shall be removed from office if the Trustee is not in good standing with the Chapter.

3.6 Vacancies. Any vacancy on the Board of Trustees will be filled by the President of the Chapter until the next election of Chapter offices.

3.7 Annual Meetings. The annual meeting of the Board of Trustees shall be held each year to align with the fiscal year at a place determined by the Foundation in conjunction with the Chapter for the purpose of election of officers, present the proposed fiscal year budget for review and transaction of other business.

3.8 Regular and Special Meetings. Regular meetings of the Board of Trustees may be held at such times and place or places as shall be determined by the Board of Trustees. Special meetings of the Board of Trustees may be called by the Chair or designee as she sees fit and must be called by the Chair upon the written request of one-third (1/3) of the Trustees currently on the Board of Trustees.

3.9 Notice of Meetings. Notice of the time, place and purposes of the annual meeting shall be given to each Trustee not less than ten (10) nor more than thirty (30) days before the date thereof. Notice of all special meetings of the Board of Trustees, except as otherwise provided, shall be given to each Trustee not less than five (5) nor more than thirty (30) days before the date thereof. Regular meetings of the Board of Trustees, held pursuant to a schedule previously adopted by the Board of Trustees and made known to all Trustees, may be held without additional notice. Notice of any meeting may be waived by any Trustee. At any meeting at which every Trustee shall be present, even though without any notice or waiver, any business may be transacted.

3.10 Method of Giving Notice. Notice may be given by mail, email or facsimile to the address of the Trustee on record with the Chapter.

3.11 Quorum. At all meetings of the Board of Trustees, the presence of Trustees entitled to cast a majority of all votes that can be cast by all of the Trustees (including vacant Trustee positions) shall be sufficient to constitute a quorum for the transaction of business. The act of Trustees casting a majority of the votes cast by Trustees present at any meeting at which there is a quorum shall be the act of the Board of Trustees, except as otherwise specifically may be provided by statute or these Articles of Incorporation and Bylaws. If at any meeting there is less than a quorum present, a majority of those present may adjourn the meeting without further notice to any absent Trustee.

3.12 Electronic Presence at a Meeting. Any or all Trustees may participate in any annual, regular or special meeting of the Board of Trustees by, or conduct the meeting through the use of, any means of communication by which all Trustees participating may hear each other simultaneously during the meeting. A Trustee participating in a meeting by this means shall be deemed to be present in person at the meeting.

ARTICLE 4 OFFICERS

4.1 Numbers and Titles. The officers of the Foundation shall be the Chair, Vice-Chair, Secretary, Development Chair, and Treasurer.

4.2 Election, Term of Office and Qualifications. The officers shall be elected by written ballot annually by the Board of Trustees at the annual meeting of the Board of Trustees.

4.3 Vacancies. In the event that any office of the Foundation shall become vacant by death, resignation, retirement, disqualification, or any other cause, the President of the Chapter shall appoint an officer to fill such vacancy, and the officer so appointed shall hold and serve until the election and qualification of her successor.

4.4 Chair. The Chair shall preside at all meetings of the Board of Trustees. She shall have general charge and supervision of the business and affairs of the Foundation, subject to the

direction of the Board of Trustees, and shall perform such other duties as may be assigned to her by the Board of Trustees.

4.5 Vice Chair. At the request of the Chair, or in the event of her absence or disability, any Vice Chair, if any shall then be in office, shall perform the duties and possess the powers of the Chair, and, to the extent authorized by law, each Vice Chair, if any shall then be in office, shall have such other powers as the Board of Trustees may determine, and shall perform such other duties as may be assigned to her by the Board of Trustees.

4.6 Secretary. The Secretary shall have charge of books, documents and papers as the Board of Trustees may determine. She shall attend, or cause to be attended, and keep, or cause to be kept, the minutes of all the meetings of the Board of Trustees and committees having the delegated authority of the Board of Trustees, and she shall be responsible for the Foundation's compliance with all requirements under Section 5.1 to such minutes. She shall, in general, perform all the duties incident to the office of the Secretary, subject to the control of the Board of Trustees, and shall perform such other duties as may be assigned to her by the Board of Trustees.

4.7 Treasurer. The Treasurer shall have the custody of all funds, property and securities of the Foundation, subject to such regulations as may be imposed by the Board of Trustees and the Chapter. She may be required to give a bond for the faithful performance of her duties, in such sums and with such sureties as the Board of Trustees may require. She shall be responsible for managing the funds of the Foundation. She may endorse on behalf of the Foundation for collection checks, notes, and other obligations, and shall deposit the same to the credit of the Foundation at such banks or depositories as the Board of Trustees may designate. She shall sign all receipts and vouchers. She shall make such payments as may be necessary on behalf of the Foundation; however, no payments may be made without approval of the Chair. She shall enter regularly on the books of the Foundation to be kept by her for that purpose full and accurate account of all moneys and obligations received and paid or incurred by her for or on account of the Foundation. She shall be responsible for the Foundation's compliance with all requirements under Section 5.1 of these Bylaws relating to such books and records of account. She shall exhibit such books at all reasonable times to any Trustee on application at the offices of the Foundation, and she shall submit the books and records of the Foundation for annual review by the Board of Trustees and the Chapter's auditor. She shall perform, in general, all the duties incident to the office of Treasurer, subject to the control of the Board of Trustees.

4.8 Development Chair. The Development Chair shall develop and supervise fundraising activities for the Foundation to raise funds for scholarships and other charitable purposes. She shall receive grant applications for charitable and educational purposes from the Chapter and cause them to be processed by requirements determined by the Board of Trustees.

4.9 Removal. Any officer may be removed from office by the affirmative vote of two/third (2/3) of the members of the Board of Trustees and approval of the Chapter President at any regular or special meeting called for that purpose. Any officer proposed to be removed shall be entitled to at least five (5) days' notice in writing, by any method described in Section 3.10 hereof, of the meeting of the Board of Trustees at which such removal is to be voted upon and shall be entitled to appear before and be heard by the Board of Trustees at such meeting. The

presence or absence of such Trustee shall not be taken into account for the purpose of determining whether a quorum is present, and such Trustee shall not be entitled to cast a vote on the question of her removal from office.

ARTICLE 5

Books, Records and Reports

5.1 Books and Records. In compliance with Section 617.1601 of the Florida Statutes, as amended, or any successor thereto, the Foundation shall keep as permanent records correct and complete books and records of accounts and shall keep minutes of the proceedings of the Board of Trustees and committees having any of the authority of the Board of Trustees. All books and records of the Foundation shall be kept in written form or in another form capable of conversion into written form within a reasonable time.

5.2 Annual Reports. The Foundation shall file with the Department of State of the State of Florida, on or after January 1st and on or before May 1st of each year, a sworn annual report on such forms and containing such information as the Department of State may prescribe.

ARTICLE 6

Contracts, Deposits, Checks and Contributions

6.1 Contracts. Except as otherwise provided in these Articles and Bylaws, the Chair of the Board of Trustees is the authorized officer to enter into any contract or execute and deliver any instrument in the name and on behalf of the Foundation. The Chair may delegate such authority but such delegation shall be confined to a specific instance. Unless so authorized by the Board of Trustees, no officer, employee, agent or representative shall have any power or authority to bind the Foundation by any contract or engagement, or to pledge its credit, or render it liable pecuniary for any purpose or to any amount.

6.2 Deposits. All funds of the Foundation shall be deposited within two (2) business days of receipt to the credit of the Foundation in such banks, trust companies or other depositories or, pursuant to Article 9 hereof, invested from time to time for and on behalf of the Foundation, as the Board of Trustees may elect.

6.3 Checks, Drafts, Orders for Payment. All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Foundation and approved by the Chair shall be signed by such officer or officers, agent or agents of the Foundation and in such manner as the Board of Trustees may elect.

6.4 Contributions. The Board of Trustees may accept on behalf of the Foundation any contribution, gift, bequest, or devise of any property whatsoever, for the purposes of the Foundation (subject Article 9 hereof).

ARTICLE 7
Fiscal Year

7.1 Fiscal Year. The fiscal year of the Foundation shall commence on September 1 of each year and end on August 31.

7.2 Audit. Annual audited financial statements will be performed by an independent auditor each fiscal year.

ARTICLE 8
Prohibited Acts

8.1 Sharing in Corporate Earnings. No Trustee, officer, employee, agent, or member of a committee or person connected with the Foundation, or any other private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the Foundation.

8.2 Self-Dealing

(a) No disqualified person (as defined in Subsection 8.2(b) hereof) shall enter into or be interested, directly or indirectly, in any transaction, contract or business relationship with the Foundation or relating or incidental to operations of the Foundation, nor shall any disqualified person receive from or contribute to the Foundation, directly or indirectly, any goods, services, facilities, compensation, expenses, funds or other property unless such transaction, contract, business relationship, receipt or contribution shall be excluded from the definition of "self-dealing" set forth in Section 4941(d) of the Internal Revenue Code and its Regulations, as they now exist or as they may be amended.

(b) Any contract, transaction, or act on behalf of the Foundation in a matter in which any one or more Trustees or officer is interested personally, if not prohibited by Subsection 8.2(a) hereof, shall be at arm's length and not violate of the proscriptions in the Articles of Incorporation against the Foundation's use or application of its funds for private benefit; no contract, transaction, or act shall be entered into on behalf of the Foundation that would result in the denial of the tax exemption under any Section of the Internal Revenue Code and its Regulations as they now exist or as they may be amended, including, without limitation, Sections 501 and 507 thereof; and no contract, transaction or other act described in Section 617.0832 of the Florida Statutes, as amended, or any successor thereto, shall be entered into by the Foundation unless such contract, transaction or other act is characterized under said statute as being not void or voidable. In no event, however, shall any person or other entity dealing with the Trustees or officers of the Foundation be obligated to inquire into the authority of the Trustees and officers to enter into and consummate any contract, transaction, or other action.

ARTICLE 9

Investments

9.1 Management of Investments. Funds, securities and other property of the Foundation may be invested and reinvested under the direct management of the Board of Trustees, such officers of the Foundation as may be designated by the Board of Trustees, or such investment managers and/or brokers as the Board of Trustees, in the exercise of its judgment, may engage for such purpose. The Board of Trustees may authorize any such investment manager or broker engaged by the Board of Trustees for such purpose to exercise such discretion as the Board of Trustees shall determine, in the exercise of its judgment, to be in the best interests of the Foundation; provided, however, that in all such instances, the Board of Trustees clearly and specifically shall instruct such investment manager or broker as to the extent and limitations of the discretion so authorized and shall require such investment manager or broker to make regular reports to the Board of Trustees as to its investment policies, transactions on behalf of the Foundation and the results thereof.

9.2 Permissible Investments. The Foundation shall have the right to retain all or any part of any securities or property acquired by it in whatever manner as permitted by the Chapter and Delta Sigma Theta Sorority, Incorporated, and to invest and reinvest any funds held by it, according to the judgment of the Board of Trustees, without being restricted to the class of investments that a Trustee is or may be permitted by law to make or any similar restriction; provided, however, that (i) no action shall be taken by or on behalf of the Foundation if such action would result in the denial of the tax exemption under any section or sections of the Internal Revenue Code and its Regulations as they now exist or as they may be amended, including, without limitation, Sections 501 and 507, and (ii) the Foundation shall not hold any investments that constitute excess business holdings, as defined in Section 4943 of the Internal Revenue Code and its Regulations, as they now exist or as they may be amended, or that jeopardize or may be deemed to jeopardize the carrying out of any of the Foundation's exempt purposes, as set forth in Section 4944 of the Internal Revenue Code and its Regulations, as they now exist or as they may be amended.

ARTICLE 10

Exempt Activities

Notwithstanding any other provision of these Articles and Bylaws, no Trustee, officer, employee, agent or representative of this Foundation shall take any action or carry on any activity by or on behalf of the Foundation not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended, or by an organization contributions to which are deductible under Sections 170(c)(2), 2055, 2106(a)(2) and 2522 of such Code and Regulations as they now exist or as they may be amended.

ARTICLE 11
Indemnification

The Foundation shall indemnify and advance expenses on behalf of its Trustees and officers to the fullest extent permitted under Section 617.0831 of the Florida Statutes, as amended, or any successor thereto. Said indemnification shall extend to any and all liabilities of the Trustees and officers arising from their relationships with the Foundation in any and all capacities. By resolution duly adopted, the Board of Trustees may authorize the Foundation to (i) indemnify any or all of its employees and agents who are not Trustees to any extent that the Board of Trustees determine, up to and including the fullest extent permitted under Section 617.0831 of the Florida Statutes, as amended, or any successor thereto, and/or (ii) provide insurance coverage to any or all of its Trustees, officers employees and agents against any or all risks or liabilities that such persons may incur by virtue of their relationships with the Foundation.

ARTICLE 12
Registered Agent

The name and Florida street Address of Registered Agent is:

Evett L. Simmons
145 NW Central Park Plaza
Suite 200
Port St. Lucie, Florida 34986

ARTICLE 13
Incorporator

The name and address of the Incorporator is:

Evett L. Simmons
145 NW Central Park Plaza
Suite 200
Port St. Lucie, Florida 34986


ARTICLE 14
Parliamentary Authority

Robert's Rules of Order shall be the governing authority for the conduct of all meetings of the Board of Trustees and all committees, except where inconsistent with law, these Articles of Incorporation and Bylaws or the rules adopted by any such committee for the conduct of its meetings.

ARTICLE 15
Amendments


These Articles of Incorporation and Bylaws may be altered, amended, or repealed only by the affirmative vote of a majority of the votes cast at a meeting of the Board of Trustees at which a quorum is present.

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.



Evett L. Simmons, President Date: 03/16/2015

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Evett L. Simmons Date: 03/16/2015

APPROVED
AND
FILED
15 MAR 20 AM 8:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA