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Margaret A. Coppola, President 4021 Gulf Shore Blvd., N., #2005 Naples, Florida

April 16, 2015

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Latchkey League, Inc.

Dear Sir or Madam:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for the above-referenced Florida not-for-profit corporation, together with my check in the amount of \$78.75 for the required fee. Please return a certified copy of the Articles to my attention.

Please do not hesitate to contact me should you have any questions or need additional information.

Very truly yours,

Margaret A. Coppola

MAC/ Enclosures

ARTICLES OF INCORPORATION

OF

LATCHKEY LEAGUE, INC.

(A Corporation Not-For-Profit)

The undersigned incorporators for the purpose of forming a Corporation not-for-profit, under the laws of the State of Florida, do hereby certify as follows:

ARTICLE I

CORPORATE NAME AND ADDRESS

The name of the Corporation is Latchkey League, Inc., with its principal office located at 592 Avellino Isles Circle, #21302, Naples, Florida 34119. The Board of Directors may from time to time move the principal office of the Corporation to any other address in the State of Florida.

<u>ARTICLE II</u>

PURPOSE AND NATURE OF CORPORATION

- A. The purpose of this Corporation is to support and provide educational, cultural and recreational services to the thousands of children in the Greater Naples area who need after school supervision and activities, and to promote their educational development for their benefit and the benefit of the community, and to provide public interest in the activities of the youth in our communities who may be in need of the services we can offer.
- B. To research, study, investigate, analyze, improve and promote youth support practices and offer educational, cultural and recreational services to youth and to provide for other civic and community related activities for the education, betterment, social welfare and

common good of the youth of the Greater Naples area community, including, where necessary, to take appropriate social or legal action as may be necessary to ensure the well-being and general welfare of the youth of our community at large.

- C. To engage in such other civic, community, and youth related activities at large, so will promote the social welfare, education and benefit to the community and to develop support for such other organizations as may provide support or encourage good practices and services for the youth of our community, particularly including educational and recreational benefits, and to oppose and expose those organizations which conduct themselves in a manner with policies or practices detrimental to the social welfare of the youth of our community at large.
- D. To engage, as determined by the Board of Directors, in such activities that fall within the meaning of Section 501(c)(3) or other applicable section of the Internal Revenue Code of 1986, as amended, or in the corresponding provisions of any further United States Internal Revenue Law.
- E. In carrying out the said purposes, the Corporation shall not be established for private profit or gain, rather to advance the goals set forth herein for the furtherance of the social welfare of our youth as well as the general public of the Greater Naples, Collier County area. Any rationale for the Corporation's Internal Revenue Code exemption shall be consistent with those rulings establishing such exemption.

ARTICLE III

GENERAL POWERS

A. The Corporation shall have the authority to sue and be sued and appear and defend in all actions and proceeds in its corporate name to the same extent as a natural person, to elect or appoint officers and agents as required, to adopt, change, amend and repeal its by-laws not inconsistent with the law or its Articles of Incorporation, and to increase, by vote of its members, the number of Directors so that the number shall not be less than three (3) but may be any number in excess thereof, make contracts and incur liabilities, borrow and repay money in such terms as the Board of Directors shall provide, conduct and carry on its operations, and make such other business decisions and enter into such agreements as the Board of Directors may determine from time to time to be beneficial to the interests of the Corporation.

B. The Corporation shall have the power, either directly or indirectly, alone or in conjunction with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable, or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized. Notwithstanding anything to the contrary, the Corporation shall only exercise such powers as are set forth in furtherance of exempt functions of social welfare organizations as set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its regulations as the same now exist or as they may hereafter be amended from time to time.

<u>ARTICLE IV</u>

MEMBERSHIP

Membership in the Corporation may be established in accordance with the By-Laws to be adopted by the Board of Directors of the Corporation. There shall be one class of general membership. Any person who supports educational, cultural, recreational programs or activities for youth, or of support to people or organizations which provide after school activities for their benefit, welfare and development in the Greater Naples, Collier County area, may be members. Each member shall have one (1) vote towards placing the Directors on the Board of Directors in an

annual meeting. The members may be accepted for membership or terminated from time to time by the Board of Directors in accordance with the By-laws as the same exist or are amended from time to time. Members shall elect the Board of Directors at an annual meeting held for that purpose.

ARTICLE V

TERM OF EXISTENCE

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation in the office of the Secretary of the State of Florida and the Corporation shall have perpetual existence thereafter.

ARTICLE VI

INCORPORATORS

The name and address of the Incorporators of these Articles of Incorporation are as follows:

Name	Address
Mrs. Wilma Boyd	3430 Gulf Shore Blvd. N., #5-1 Naples, Florida 34103
Mrs. Laura Clemo	3570 Crowfut Court Bonita Springs, Florida 34134
Joseph R. Coppola	4021 Gulf Shore Blvd., N., #2005 Naples, Florida 34103
Jack Nicholson	1100 Pine Ridge Road Naples, Florida 34108
Mrs. Wendy Schaedel	274 Edgemere Way E. Naples, Florida 34105
Mrs. JoAnn Ward	5501 Heron Point Drive Naples, Florida 34108

Mrs. Sheila Zellers 2400 Tarpon Road

Naples, Florida 34102

Mrs. Myra Janco Daniels 592 Avellino Isles Circle, #21302

Naples, Florida 34119

Mrs. Margaret A. (Peggy) Coppola 4021 Gulf Shore Blvd., N., #2005

Naples, Florida 34103

Mrs. Tina Nicholson 1100 Pine Ridge Road, #300

Naples, Florida 34108

Ray Staffeldt 7517 Cordoba Circle

Naples, Florida 34109

Mrs. Sally Bettin 200 Wyndemere Way, #301

Naples, Florida 34105

Mrs. Dotti Keagy 14109 Lavante Court

Bonita Springs, Florida 34135

Mrs. Sandra S. Miner 23750 Via Trevi Way, #402

Bonita Springs, Florida 34134

ARTICLE VII

DIRECTORS

The affairs of the Corporation shall be managed by an initial Board of Directors. The number of Directors shall be fixed as set forth in the By-laws, but shall never be less than three (3). The Incorporators, with the names and addresses set forth above as Incorporators, shall be the initial Directors to hold office until the first annual meeting of the Board of Directors, and until their successors have been elected and qualify.

ARTICLE VIII

REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is 9115 Corsea del Fontana

Way, Suite 100, Naples, Florida 34109, and the name of the registered agent at such address is Thomas B. Garlick.

ARTICLE IX

BY-LAWS

The Board of Directors of this Corporation shall provide and adopt such By-Laws for the conduct of its business and the carrying out of its purposes as it may deem necessary from time to time. Upon proper notice the By-Laws may be amended, altered or rescinded by a majority vote of a quorum of the members of the Board of Directors at any regular meeting or any special meeting called for that purpose.

ARTICLE X

<u>AMENDMENTS</u>

Amendments to these Articles of Incorporation shall be proposed by the officers of the Corporation and approved by the Board of Directors by a two-thirds vote of a quorum present at a meeting of the Board duly called in accordance with the By-laws of the Corporation.

ARTICLE XI

<u>LIMITATIONS ON ACTIONS</u>

All the assets and earnings of the Corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of or be distributable to its members, trustees, officers, or any of the private persons, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth in Article II hereof. Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization

exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income to any members, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the Corporation.

ARTICLE XII

DISSOLUTION

Upon dissolution of the Corporation, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to an organization described in Sections 501(c)(3) of the Internal Revenue Code of 1986, as amended, or to the corresponding provisions of any prior or future law, as shall be selected by the last Board of Directors. None of the assets will be distributed to any member, officer or director of this Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles this day of April, 2015.

Myra Janco Daniels, Incorporator

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing was acknowledged before me this ______day of April, 2015, Myra Janco Daniels, who is personally known to me or who has produced.

as identification.

NOTARY PUBLIC

Name Gomes B. Garles

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

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

Date: April ________, 2015.

Thomas B. Garlick, Registered Agent