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## COVER LETTER

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

**SUBJECT:** THE KIWANIS CLUB OF PELICAN BAY NAPLES FOUNDATION, 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: KIWANIS CLUB OF PELICAN BAY  
Name (Printed or typed)  
SANDRA ROGERS

2065 PAINTED PALM DR  
Address

NAPLES, FL 34119  
City, State & Zip

239-272-5122  
Daytime Telephone number

SROGERS239@COMCAST.NET  
E-mail address: (to be used for future annual report notification)

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



# Kiwanis®

## CONSENT

*(Charitable Organization - U.S.)*

**TO: KIWANIS CLUB OF PELICAN BAY, NAPLES (K13320)**

Having complied with all the conditions and requirements of KIWANIS INTERNATIONAL (a corporation created by and existing under the laws of the State of Indiana) with reference to the incorporation of the above charitable organization, consent is hereby given for you to incorporate without capital stock and not for profit, pursuant to the laws of the **State of Florida** under the name of the **Kiwanis Club of Pelican Bay Naples Foundation** and according to the Articles of Incorporation and Bylaws which you have submitted and which are hereby approved.

This consent is given on condition that it is revocable by KIWANIS INTERNATIONAL if at any time the club departs from the plan of organization approved by KIWANIS INTERNATIONAL; and that in the event such revocation, the club will comply with whatever request is made of it by KIWANIS INTERNATIONAL to conform to said plan; or, in the event of failure to so conform, that the club will cause dissolution of said corporation.

**KIWANIS INTERNATIONAL, INC.**

BY: \_\_\_\_\_

Joan M. Wilson  
Member Services Manager

**DATE: July 8, 2015**

3636 Woodview Trace  
Indianapolis, Indiana 46268  
317-875-8755, extension 263 -- fax 317-879-0204  
[jwilson@kiwanis.org](mailto:jwilson@kiwanis.org)

## **ARTICLES OF INCORPORATION**

### **The Kiwanis Club of Pelican Bay Naples Foundation, Inc.**

#### **Article I NAME**

The name of the corporation shall be The Kiwanis Club of Pelican Bay Naples Foundation, Inc. (the "Corporation"). The Corporation is organized pursuant to the General Non-Profit Corporation Law of the State of Florida.

#### **Article II PRINCIPAL OFFICE:**

The principal street and mailing address of the Corporation:

2065 Painted Palm Drive  
Naples, FL 34110.

#### **Article III PURPOSE:**

(a) The purposes for which the Corporation is formed are to assist children and the families of needy or at risk children; to assist worthy youth in attaining vocational excellence, and to aid handicapped persons in regaining happy, useful lives through the expending of funds directly for such purposes or by the furnishing of funds to other organizations organized for charitable, scientific research, or educational purposes, or the prevention of cruelty to children, all within the purview of Section 501 (c)(3) of the Internal Revenue Code and the Regulations there under.

(b) The specific purposes are: to receive and disburse monies raised by The Kiwanis Club of Pelican Bay to various persons, groups, and organizations in Collier County in support of their activities designed to better the lives of the children and of the families of needy or at risk children in Collier County.

#### **Article IV NUMBER OF DIRECTORS AND MANNER OF ELECTION:**

The number of directors of this Corporation shall be ten (10). Five (5) of the directors will be the duly elected officers of The Kiwanis Club of Pelican Bay. An additional five (5) directors shall be elected from the general membership of The Kiwanis Club of Pelican Bay by vote of the membership of The Kiwanis Club of Pelican Bay during its annual election.

**Article V DIRECTORS:**

The names and addresses of those chosen to serve as directors until the election and qualification of their successors are:

Alan Beckner, Director, Incorporator, Acting President  
4910 Tamiami Trail N. Ste. 216  
Naples, FL 34103

Jessica Macera, Director  
Business Dynamix Solutions  
4099 Tamiami Trail North, Suite 200  
Naples, FL 34103

Sandra L. Rogers, Director, Registered Agent, Acting Secretary  
2065 Painted Palm Drive  
Naples, FL 34119

Kathleen S. Verderber, Director  
425 Cove Tower Dr. Unit 701  
Naples, FL 34110

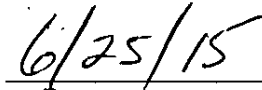
David Kover, Director  
5636 Hammock Isles Dr.  
Naples, FL 34119.

**Article VI REGISTERED AGENT:**

Sandra L. Rogers  
2065 Painted Palm Drive  
Naples, FL 34119

*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*

  
\_\_\_\_\_  
Required Signature of Registered Agent

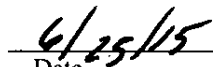
  
\_\_\_\_\_  
Date

**Article VII INCORPORATOR:**

Alan Beckner  
4910 Tamiami Trail N., Ste 216  
Naples, FL 34103

*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 s.817.155, F.S.*

  
\_\_\_\_\_  
Required Signature of Incorporator

  
\_\_\_\_\_  
Date

**Article VIII MEMBERSHIP:**

The authorized number and qualifications of members of the Corporation, the different classes of membership, if any, the voting, and other rights and privileges of members, and their liability to dues or assessments and the method of collection thereof, shall be set forth in the bylaws.

**Article IX DISTRIBUTION OF GAINS, PROFITS, OR DIVIDENDS:**

This Corporation does not contemplate the distribution of gains, profits or dividends to the members thereof, and is organized for non-profit purposes; no part of any net earnings or assets thereof shall inure to the benefit of any members or any other individual.

**Article X DISSOLUTION:**

In the event of the dissolution of the Corporation, after paying or adequately providing for the debts or obligations of the Corporation, the directors, or persons in charge of liquidation, shall grant, convey, assign and transfer the remaining assets of the Corporation unto: The Florida Kiwanis Foundation, Inc., a Florida Corporation, organized in compliance with Section 501(c)(3) of the United States Internal Revenue Code. The assets transferred to The Florida Kiwanis Foundation, Inc. are to be used for the purposes specified in subparagraph (b) of Article III.

**Article XI COMPLIANCE WITH BYLAWS AND POLICIES OF KIWANIS INTERNATIONAL:**

- (a) The Corporation and its members will at all times abide and be governed and controlled by the Bylaws and Policies of Kiwanis International now in force or hereafter from time to time adopted, insofar as any provision of such Bylaws may be applicable;
- (b) the Corporation will comply with all such conditions and requirements as Kiwanis International may prescribe;
- (c) whenever requested by the Board of Trustees of Kiwanis International, the Corporation shall dissolve or change its form of organization, as may from time to time be requested by said Board; and
- (d) no amendments to the Articles of Incorporation or corporate bylaws or change in the purpose of the Corporation shall be made without the consent of Kiwanis International.

APPROVED

7-8-2015

KIWANIS INTERNATIONAL