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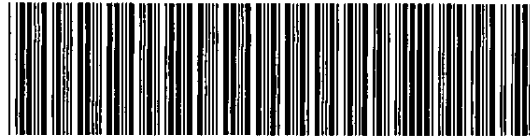
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COVER LETTER

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

SUBJECT: Friends of the Suncoast Library at Toledo Blade, 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: Loretta Martin

Name (Printed or typed)

2356 Belvidere Street

Address

North Port, FL 34286-6054

City, State & Zip

773-226-5381

Daytime Telephone number

lorettalison84@gmail.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 FOR:
FRIENDS OF THE SUNCOAST LIBRARY AT TOLEDO BLADE, INC.**

ARTICLE I

Section 1.01 **Name:** The **name** of the Corporation shall be: **Friends of the Suncoast Library at Toledo Blade, Inc.**

Section 1.02: **Principal Office:** The place in this state where the principal office of the Corporation is to be located is: **2356 Belvidere Street, North Port, Fl. 34286-6054.**

Section 1.03: **The mailing address:** is the same as the principal office.

Section 1.04: **Purpose:** This corporation is organized exclusively for charitable, scientific, and educational 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. The specific purposes and goals of the **Friends of the Suncoast Library at Toledo Blade, Inc.** include, but are not limited to the following:

- A. To promote the Suncoast Library at Toledo Blade, its goals, services and programs; to serve as liaison between the Library and the Community and its businesses, organizations and government agencies.
- B. To advocate the expansion of quality library services for the public in North Port, Sarasota County, Florida, and the USA.
- C. Advocate Increased funding for libraries in North Port, Sarasota County, Florida, and the USA.
- D. Advocate long range planning and the attainment of library goals for the Suncoast Library at Toledo Blade and Sarasota County.
- E. Increase public awareness of library services, programs and materials.
- F. Encourage community involvement in the library via such activities as: programs, volunteers, memorials and gifts, surveys, and participation in developing new services.

Section 1.05: **Statement of Lawful Purpose:** The specific purpose for which this corporation is organized is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida and the United States of America. The Corporation will not engage in prohibited political and legislative activity under 501(c)(3): No 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, 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.

Section 1.06: **Extent of Powers:** No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the

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TALLAHASSEE, FLORIDA

organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not be conducted for any purposes not permitted to be conducted (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 1.06: **Dissolution:** Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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 II

Section 2:01: **Board of Directors:** The corporation shall have a Board of Directors that will govern all activities of the corporation. The Bylaws of the corporations shall also provide for their duties and functions. The Board of Directors shall have the power to make, alter, and rescind the Bylaws of this corporation provided that at least thirty days (30 days) notice has been given to all members of the Board of Directors of the character of the prepared amendment or amendments to be voted on. The affairs of the corporation shall be managed by a Board of Directors. There shall be no fewer than three voting members. All board members shall be appointed in accordance with the Corporation's Bylaws. The names and corporate addresses of the persons who are the four initial directors of the corporation are as follows:

1. President: Loretta Martin, 2356 Belvidere Street, North Port, Fl. 34286-6054
2. Vice-President: Peter Bartolotta, 2356 Belvidere Street, North Port, Fl. 34286-6054
3. Treasurer: Constance Cunningham: 2356 Belvidere Street, North Port, Fl. 34286-6054
4. Secretary: Marcia Williams: 2356 Belvidere Street, North Port, Fl. 34286-6054

Section 2:02: **Manner in Which Directors are Elected/Appointed and Governance:** The governance of this association shall be by the Board of Directors who shall be elected by the membership at the Annual Meeting. An annual meeting of the membership shall be held the first Thursday in September. A notice of this meeting will be mailed and or emailed to all members at least thirty (30) days prior to the meeting. At this meeting, the President will submit a formal summary of the Friends' activities for the preceding year. The Treasurer will present a detailed financial statement, including the yearly internal audit and budget for the current year. Immediately following adjournment of the Annual Meeting, the Board will meet to elect Executive Officers. This will be the sole purpose

of the Board Meeting. Special meetings of the Membership may be called by the Board or upon petition by ten percent (10%) or more of the Membership in good standing. The Board of Directors shall herein be referred to as the Board. The Board shall consist of 8-12 members, all of whom shall be members in good standing of this corporation. A quorum shall consist of 50% of board members + 1 in good standing. Board membership shall be limited to one member per household.

Section 2:03: Input from Head Librarian: The lead governing official of the library, chief governing officer of the library, president, head librarian, or other named lead official of the library or head librarian's designated representative shall be a non-voting member of the Board.

Section 2:04: Service of Directors: The Directors shall be elected to serve for three (3) years, not to exceed three (3) consecutive terms. The composition of the Board shall be arranged so that the terms of four (4) Directors expire each year.

ARTICLE III

3:01: Officers: The officers of the Corporation shall be: the President; Vice-President, Secretary, and Treasurer, and other Officers as provided by the Bylaws and the Articles of Incorporation as provided herein.

3:02: Duties of Officers: Officers shall perform the duties provided in this section and such other duties as they are prescribed for the office in the Bylaws, in the adopted parliamentary authority, in the standing rules, or as assigned by the Board of Directors.

(a) The President shall: be Chief Executive Officer and official spokesman of the corporation, shall preside at all meetings of the Board of Directors and at all membership meetings, and shall have general charge of, and control over, the affairs of the Corporation, subject to the Board of Directors.

(b) The Vice-President shall: perform such duties as may be assigned by the President. In case of death, disability or absence of the President, the Vice-President shall perform and be vested with all the duties and powers of the President.

(b) The Secretary shall: The Secretary shall keep Minutes of all meetings of members and of the Board of Directors and shall give notice as required in the Bylaws of all special meetings. In addition, the Secretary shall maintain and write all correspondence as directed and required by the business of the Corporation.

(c) The Treasurer shall: The Treasurer shall keep accounts of all monies of the Corporation received in the name of and to the credit of the Corporation in a public depository designated by the Board of Directors. The Treasurer shall report on these accounts at each regular meeting of the Board of Directors and at the Annual Membership Meeting and maintain all records, reports and accounts for annual audit.

(d) Vacancies: Appointments to fill vacancies with unexpired terms shall be for the life of the term and appointed by the President with the consent of the Board. Any Director who misses three (3) meetings without prior Board approval shall be considered as having resigned and the vacancy filled by appointment. No Director may be elected for more than three (3) consecutive terms, but may be re- elected after a one year absence from the Board. The exception to this rule is that the current Board Members may elect to serve as Honorary Board Members. Honorary Members shall attend as advisors but shall not have a vote. Prior to the annual meeting, the President shall appoint, with the advice and consent of the Board, a Nominating Committee consisting of at least three (3) members in good standing. This committee shall then select nominees, who must be members in good standing, for the vacancies on the Board of Directors. A list of such nominees shall be presented by the Committee at the Annual Meeting. Additional nominations may be made from the floor with the prior consent of the nominee. Should there be more than one candidate for each office that candidate receiving the largest total vote shall be declared elected.

ARTICLE IV

4:01: Meetings: There will be a minimum of two (2) meetings each year to facilitate the planning of corporation activities. Other meetings shall be as provided in the Bylaws.

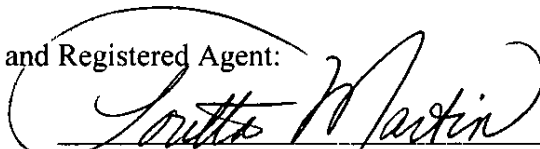
4:02: Initial Registered Agent and Incorporator: The initial **registered agent and incorporator** is: Loretta Martin, 2356 Belvidere Street, North Port, Fl. 34286-6054

ARTICLE V

5:01: Effective Date: The effective date is the date of filing and acceptance by the State of Florida of these Articles of Incorporation with the State of Florida, Department of State, Division of Corporations.

Signatures: Incorporator and Registered Agent:

Date: 8/13/15



Loretta Martin

Friends of the Suncoast Library at Toledo Blade, Inc.

2356 Belvidere Street, North Port, Fl. 34286-6054

Tel: 773-226-5381

lorettalison84@gmail.com