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**ARTICLES OF INCORPORATION
OF
HIGHLANDS COUNTY BAR FOUNDATION, INC.**

FILED
16 AUG -5 PM 1:30

CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is: HIGHLANDS COUNTY BAR FOUNDATION, INC.

ARTICLE II

The principal place of business address:

139 Tower Street
Lake Placid, FL 33852

The mailing address of the corporation is:

P.O. Box 2826
Lake Placid, FL 33862

ARTICLE III

The specific purpose for which this corporation is organized is:

To receive donations, bequests, and income from money-raising efforts for distribution to charitable, educational, and other eleemosynary activities as provided for in Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

ARTICLE IV

The manner in which directors are elected or appointed is:

Annual election by members

ARTICLE V

The name and Florida street address of the registered agent is:

Kevin J. D'Espies
139 Tower Street
Lake Placid, FL 33852

ARTICLE VI

The name and address of the incorporator is:

J. Ross Macbeth
2543 U.S. Highway 27 South
Sebring, FL 33870

ARTICLE VII

The initial directors of the corporation are:

Andres N. Oliveros
4200 W. Cypress St. #144
Tampa, FL 33607

J. Ross Macbeth
2543 U.S. Hwy 27 South
Sebring, FL 33870

Olin W. Shinholser
430 South Commerce Avenue
Sebring, FL 33870

ARTICLE VIII

The corporation shall have members. The members of the corporation shall be the members in good standing of the Highlands County Bar Association, Inc. Immediately upon becoming a member of the Highlands County Bar Association, Inc., that member shall be a member of the corporation

ARTICLE IX

After adoption by the Board of Directors of initial By-Laws, the By-Laws of the corporation are to be made, altered or rescinded by the members of the corporation.

ARTICLE X

These Articles of Incorporation may be amended by the act of the members of the corporation. Such amendments may be proposed and adopted in the manner provided in the By-Laws of the corporation.

ARTICLE XI

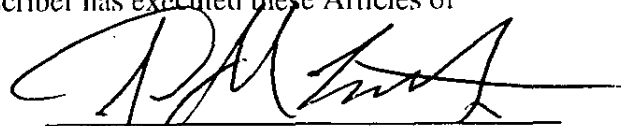
No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, except that the corporation

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 III 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 of 1986, 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 of 1986, or the corresponding section of any future federal tax code.

ARTICLE XII

Upon the dissolution of the corporation, its assets shall, after paying or making provision for the payment of all of the liabilities of the corporation, be distributed by the corporation exclusively for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, scientific or other eleemosynary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, as the Board of Directors shall determine. Any such assets not so distributed shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such exempt purposes or to such organization or organizations organized and operated exclusively for charitable, educational, scientific or other eleemosynary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code as said Court shall determine.

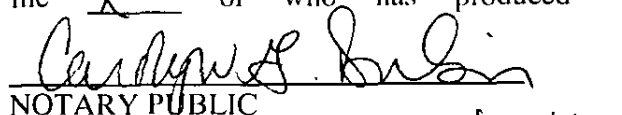
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, on August 3, 2016.


J. Ross Macbeth, Incorporator

STATE OF FLORIDA
COUNTY OF HIGHLANDS


The foregoing instrument was acknowledged before me this 3rd day of August, 2016, by J. Ross Macbeth, who is personally known to me X or who has produced _____ as identification.




NOTARY PUBLIC
Printed Name: Carolyn G. Durbin
Commission Number: _____
My Commission Expires: _____

ACKNOWLEDGMENT FOR REGISTERED AGENT

Having been named as registered agent and to accept service of process for the HIGHLANDS COUNTY BAR FOUNDATION, INC., at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Kevin J. D'Espies, Registered Agent

FILED
16 AUG -5 PM 1:30
CLERK OF DISTRICT COURT
JANUARY 17, 2016