

N16000011396

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



800292678308

11/28/16--01048--018 \*\*78.75



SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2016 NOV 28 AM 6:51

FILED

V HERRING

NOV 30 2016

## COVER LETTER

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

**SUBJECT:** CUB SCOUT TROOP 246 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:** RICHARD LEE WALER, III  
Name (Printed or typed)

PO BOX 4497  
Address

ST. AUGUSTINE, FL 32085  
City, State & Zip

(904)-824-5412  
Daytime Telephone number

RWALERIII@GMAIL.COM

E-mail address: (to be used for future annual report notification)

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

FILED

2016 NOV 28 AM 6:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

***Cub Scout Troop 246 Inc.***

**(A Nonprofit Corporation)**

The undersigned, for the purpose of forming a corporation not for profit under the Florida Not For Profit Corporation Act, hereby adopt the following Articles of Incorporation:

**ARTICLE I**

**Name and Place of Business**

Section 1.1 Name and Place of Business. The name of this corporation is Cub Scout Troop 246 Inc., with its principal place of business at 100 Waler Way, St. Augustine, FL 32086. The mailing address of the corporation shall be P.O. Box 4497, St. Augustine, FL 32085.

**ARTICLE II**

**Purposes, Limitations and Dissolutions**

Section 2.1 Purposes. The corporation is organized exclusively for religious, charitable, scientific, literary, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law. The general nature and objectives of this corporation shall be as follows:

1. To provide a program and related services and events for boys that build character, train them in the responsibilities of participating citizenship, and develop personal fitness;
2. To train boys in building a more conscientious, responsible, and productive society;

3. To provide programs which build character and help develop our future leaders of society.

Section 2.2 Limitations on Actions. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to any member, trustee, officer or other private person. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this corporation 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 these Articles, this 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, as amended ("Code"), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

Section 2.3 Dissolution. This corporation may only be dissolved by vote of two-thirds (2/3) of the Board of Trustees. Upon the dissolution of this corporation or the winding up of its affairs, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of this corporation, dispose of all of the assets of this corporation exclusively to such charitable, scientific or educational organizations which are exempt organizations under Section 501(c)(3) of the Code, as the Board of Trustees shall determine.

### **ARTICLE III**

#### **Powers**

To accomplish the purposes set forth in Article II, this corporation shall have all powers and authorities as are now or may hereafter be granted to corporations not for profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for the public welfare and for charitable, educational and religious purposes. Notwithstanding any other provision of these Articles, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of this corporation.

#### **ARTICLE IV**

##### **Membership**

This corporation shall have a membership distinct from the Board of Trustees. Any person agreeing to be bound by the Articles of Incorporation of this corporation, by its Bylaws, and by such other rules and regulations as the Board of Trustees may, from time to time adopt, is eligible for membership in the corporation. The form and manner in which application may be made for membership shall be set forth in the Bylaws.

#### **ARTICLE V**

##### **Term of Existence**

This corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

#### **ARTICLE VI**

##### **Incorporator**

The street address of the incorporator of this corporation is 100 Waler Way, St. Augustine, FL 32086, and the name of the incorporator of this corporation is Richard Lee Waler, III.

#### **ARTICLE VII**

##### **Management**

Section 7.1 Trustees. This corporation shall have three (3) Trustees initially. The number of Trustees may be increased or decreased, from time to time, as provided in the Bylaws of this corporation; however, this corporation shall at all times have at least three (3) Trustees. The qualification of the members and the manner of their election or appointment to the Board of Trustees shall be provided for in the Bylaws.

Section 7.2 Names and Addresses of First Members of the Board of Trustees.  
The names and addresses of the persons who are to serve as the initial Trustees of this corporation until the election or appointment of their successors are as follows:

Name	Address
Richard Lee Waler, III	100 Waler Way St. Augustine, FL 32086
Elizabeth Michalik	124 Timberwood Drive St. Augustine, FL 32084
Shawn Bergin	329 Cypress Road St. Augustine, FL 32086

#### **ARTICLE VIII**

##### **Stocks and Dividends Prohibited**

This corporation shall have no capital stock, pay no dividends and shall not distribute any part of its net income to its members, officers or Trustees.

#### **ARTICLE IX**

##### **Amendment**

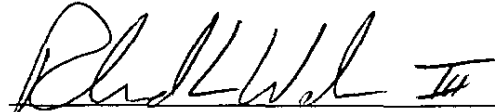
Amendments to these Articles of Incorporation shall only be made, altered or rescinded by a vote of two-thirds (2/3) of the Board of Trustees.

#### **ARTICLE X**

##### **Office and Registered Agent**

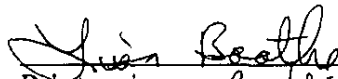
The street address of the initial registered office of this corporation is 100 Waler Way, St. Augustine, FL 32086, and the name of the initial registered agent of this corporation at that address is Richard Lee Waler, III.

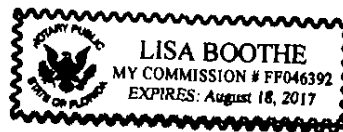
IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, for the purpose of forming this corporation under the Florida Not For Profit Corporation Act, has executed these Articles of Incorporation this 21<sup>st</sup> day of November, 2016.

  
Richard Lee Waler, III

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

The foregoing instrument was acknowledged before me the 21<sup>st</sup> day of November, 2016, by Richard L Waler, III, who is either personally known to me or produced the identification described below and who did not take an oath.

  
Print: Lisa Boothe  
Notary Public, State and County Aforesaid  
Commission No.  
My Commission Expires: August 18, 2017  
DL  
Type of Identification



### ACCEPTANCE BY REGISTERED AGENT

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



Richard Lee Waler, III

Dated: 11-21-16

FILED  
2016 NOV 28 AM 6:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA