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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04/03/17

COVER LETTER

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

SUBJECT: PALM BEACH BEAD SOCIETY Corp.
(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: Denise M. SCHORNACK
Name (Printed or typed)

8207 ROSALIE LANE
Address

WELLINGTON FL 33414
City, State & Zip

(561) 596-0948
Daytime Telephone number

ron927@hotmail.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

ARTICLE I

NAME

1.01 Name

The name of this Corporation shall be the **PALM BEACH BEAD SOCIETY CORP.** The business of the Corporation will be conducted as the **PALM BEACH BEAD SOCIETY.**

ARTICLE II

ADDRESS

2.01 Address

The principal place of business and mailing address of the Corporation will be 8207 Rosalie Lane, Wellington, FL 33414.

ARTICLE III

PURPOSE

3.01 Purpose

The **Palm Beach Bead Society** is organized and operated exclusively as a social and recreation club for the pleasure and recreation of its members and other non-profit purposes within the meaning of Section 501 (c)(7) of the Internal Revenue Code of 1986 (as amended) or the corresponding provision of any future United States internal revenue law. The social and recreational facilities of this corporation shall not be made available to the general public.

The **Palm Beach Bead Society's** purpose is to promote the appreciation and education of the art of beading while encouraging friendships and fellowship.

ARTICLE IV

DIRECTORS

4.01 Management

The management of the affairs of this corporation shall be vested in a Board of Directors as defined in the By-laws of the Corporation.

4.02 Election of the Board of Directors

The annual meeting of the Corporation shall be held in November of each year. Any member in good standing may nominate a candidate not more than 30 days prior to the annual meeting. Directors shall be elected by a majority vote of members present at the annual meeting.

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4.03 Term

The term for all members of the Board of Directors shall be one year. Directors are eligible for re-election for not more than three consecutive terms.

4.04 Vacancies

The Board may fill vacancies due to the resignation, death or removal for the balance of the term of the director being replaced.

ARTICLE V

NAMES, ADDRESSES AND TITLES OF THE ORIGINATING DIRECTORS AND OFFICERS

5.01 Directors

Deborah Chase, 120 S.W. 14th St., Boynton Beach, FL 33426

Denise M. Schornack, 8207 Rosalie Lane, Wellington, FL 33414

Edda Grippo, 123 Ridge Rd., Jupiter, FL 33477

Glenda Paunonen, 366 Foresta Terrace, West Palm Beach, FL 33415

Maryann Marinaro, 7539 High Ridge Rd., Boynton Beach, FL 33426

Sheryl Ranzman, 7163 Arcadia Bay Ct., Delray Beach, FL 33446

Susan Melazzi, 3224 South Ocean Blvd., Apt 711, Highland Beach, FL 33487

5.02 Officers

Denise M. Schornack, President

Maryann Marinaro, Vice President of Membership

Susan Melazzi, Treasurer

Deborah Chase, Secretary

Sheryl Ranzman, Program Chair

Edda Grippo, Webmaster

Glenda Paunonen, Donations Chair

ARTICLE VI

REGISTERED AGENT

6.01 Initial Registered Agent

The Registered Agent is Denise M. Schornack, 8207 Rosalie Lane, Wellington, FL 33414

ARTICLE VII

INCORPORATOR

7.01 Name of Incorporator

The Incorporator of the **Palm Beach Bead Society** is Denise M. Schornack, 8207 Rosalie Lane, Wellington, FL 33414.

ARTICLE VIII

NON-PROFIT NATURE

8.01 Non-Profit Nature

Notwithstanding any other provision of this document, the Corporation shall not carry on any other activities not permitted to be carried on by any organization exempt from federal income tax under Section 501(c)(7) of the Internal Revenue Code or corresponding section of any future tax code.

No part of the net income or net assets of the corporation shall inure to the benefit of, or be distributable to its Directors, Officers, members or any other private persons. However, the corporation is authorized to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its tax exempt status.

8.02 Personal Liability

No Officer or Director of this Corporation shall be personally liable for the debts or obligations of the **Palm Beach Bead Society** of any nature whatsoever, nor shall any of the property or assets of the Officers or Directors be subject to the payment of the debts or obligations of this Corporation.

8.03 Dissolution

Upon the dissolution or winding up of the Corporation, all of the business, properties, assets and income of the Corporation remaining after payment, or provision for payment, of all debts and liabilities of this Corporation, shall be distributed to a non-profit fund, association or corporation which is organized and operated exclusively for tax exempt purposes which are reasonably related to the purposes and goals of this Corporation, as may be determined by the Board of Directors of this Corporation in its sole discretion, and which has established its tax exempt status under Section 501(c)(7) of the Internal Revenue Code of 1986, as amended

8.04 Restricted Activities

No part of the Corporation's activities shall be for lobbying purposes (including the publishing or distribution of statements) or otherwise attempting to influence legislation.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax as an organization described by Section 501(c)(7) of the Internal Revenue Code or the corresponding section of any future federal tax code.

ARTICLE IX

MEMBERSHIP

9.01 Membership

This Corporation shall have an established membership of individuals. The qualifications, privileges and responsibilities of members shall be as provided in the By-laws of the Corporation. The management of the affairs of the Corporation shall be vested in a Board of Directors as defined in the corporation's By-laws.

ARTICLE X

AMENDMENTS

10.01 Amendments

Any amendment to these Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the Board of Directors.

(THE REMAINDER OF THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK)

Certificate of Adoption of Articles of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of the **Palm Beach Bead Society** were approved by the Board of Directors on February 28, 2017 and constitute a complete copy of the Articles of Incorporation of the **Palm Beach Bead Society**.

Denise M. Schornack, Director, President and Incorporator

Denise M. Schornack

Maryann Marinaro, Director and Vice President of Membership

Maryann Marinaro

Deborah Chase, Director and Secretary

Deborah Chase

Susan Melazzi, Director and Treasurer

Susan Melazzi

Sheryl Ranzman, Director and Program Chair

Sheryl Ranzman

Edda Grippo, Director and Webmaster

Edda Grippo

Glenda Paunonen, Director and Donations Chair

Glenda Paunonen

Acknowledgement of Consent to Appointment as Registered Agent

I, Denise M. Schornack, agree to be the Registered Agent for the **Palm Beach Bead Society** as appointed herein.

Registered Agent: *Denise M. Schornack*

Denise M. Schornack

Date: *2-28-2017*

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TALLAHASSEE, FLORIDA