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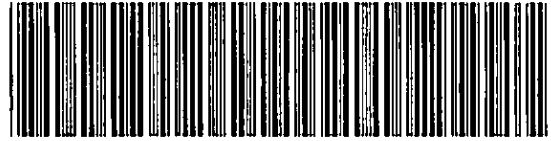
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2018 MAY -8 AM 10:12

FILED

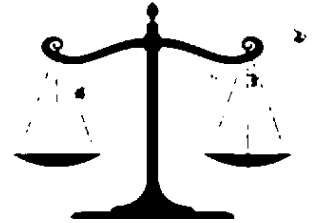
MAY 15 2018

K. Brumbley



McDonald Law Firm

Marshall McDonald, III, P.A.
Florida Bar Board Certified Attorney - Elder Law
Certified Public Accountant
Certified Financial Planner



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April 25, 2018
Division of Corporations
PO Box 6327
Tallahassee FL 32314

In Re: Palm Beach Indivisibles, Inc.

To Whom This May Concern:

An existing Not-For-Profit Florida corporation, Palm Beach Indivisibles, Inc., which not for profit corporation was formed on February 2, 2017, is being dissolved and a new Not-For-Profit Florida corporation, also called Palm Beach Indivisibles, Inc., is being created. Enclosed, for purposes of filing, please find the following:

1. Cover Letter enclosing Articles of Dissolution of Palm Beach Indivisibles, Inc., Unanimous Written Consent In Lieu of Meeting, and Affidavit of Robb A. Allan authorizing the immediate use of "Palm Beach Indivisibles, Inc." by another corporation together with the \$35 filing fee;
2. Cover Letter enclosing Articles of Incorporation of Palm Beach Indivisibles, Inc., and the \$70 filing fee.

Please do the following:

1. Accept the dissolution of Palm Beach Indivisibles, Inc.
2. Accept the filing of a new not-for-profit corporation under the name Palm Beach Indivisibles, Inc.
3. mail confirmation of these transactions to our firm.

If you have any questions, or need additional information, please contact our office.

Very truly yours,

Laura Thomas Cain
Paralegal
/lrc
Encl.

COVER LETTER

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

SUBJECT: Palm Beach Indivisibles, 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: Laura Cain

Name (Printed or typed)

222 S. U.S. Highway One, Suite 203

Address

Tequesta, Florida 33469

City, State & Zip

561-748-2233

Daytime Telephone number

Laura@McDonaldLawFirmFL.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
PALM BEACH INDIVISIBLES, INC.
(Not-For-Profit)

FILED
2018 MAY -8 AM 10:12
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a charitable corporation under Chapter 617, Florida Statutes, as amended, the Florida Not for Profit Corporation Act, does hereby adopt the following Articles of Incorporation and certify:

ARTICLE I
NAME

The name of the corporation shall be PALM BEACH INDIVISIBLES, INC.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business and mailing address of this corporation shall be: 222 S. U.S. Highway 1, Suite 203, Tequesta, Florida 33469.

ARTICLE III
PURPOSE

The corporation is organized exclusively to promote education regarding political issues and to support citizen interaction with their elected representatives.

ARTICLE IV
MANNER OF ELECTION

The method of election of directors is as stated in the bylaws.

ARTICLE V
INITIAL DIRECTORS

The affairs of this Corporation shall initially be managed by a Board of Directors consisting of no less than three directors who shall serve in accordance with the procedures described in the By-Laws. The names and addresses of the persons who shall serve as the initial Directors of the Corporation are as follows:

Mark Beaumont	222 S. U.S. Highway 1, Suite 203, Tequesta, Florida 33469
Laura Cain	222 S. U.S. Highway 1, Suite 203, Tequesta, Florida 33469
Ron Matzner	222 S. U.S. Highway 1, Suite 203, Tequesta, Florida 33469

ARTICLE VI
DISSOLUTION

This Corporation is not for profit and, therefore, there shall never be distributed any gains, profits or dividends to any officer, director or member of the Corporation, and no part of the net earnings shall inure to any individual. It is a further express provision of these Articles that the assets and proceeds of every nature and description of the Corporation are, and shall forever be, irrevocably dedicated to the benevolent purposes stated in Article III hereof. In the event of liquidation or dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all assets of the Corporation to any not-for-profit organization formed for charitable, educational, political or similar purposes as the Board of Directors shall determine.

ARTICLE VII
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida address of the registered agent is:

LAURA CAIN
222 S. U.S. Highway 1, Suite 203
Tequesta, Florida 33469

ARTICLE VIII
INCORPORATOR

LAURA CAIN
222 S. U.S. Highway 1, Suite 203
Tequesta, Florida 33469

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 the appointment as registered agent and agree to act in this capacity.

Laura Cain

Laura Cain
Registered Agent & Incorporator

Date: 4/25/2018

**UNANIMOUS WRITTEN CONSENT IN LIEU OF A
MEETING OF THE BOARD OF DIRECTORS OF
PALM BEACH INDIVISIBLES, INC. AND PLAN FOR DISTRIBUTION OF ASSETS**

The undersigned, being the directors of Palm Beach Indivisibles, Inc., a Florida not for profit corporation (the "Corporation"), acting pursuant to Section 617.0701 and 617.1406 of the Florida Not for Profit Corporation Act (the "Act"), by the execution of this Consent in Lieu of A Meeting and Plan for Distribution of Assets, do hereby consent to the adoption of the following resolutions and the taking of the following actions in accordance with the Act, particularly Sections 617.1402-617.1406:

NOW, THEREFORE, BE IT:

Authorization of Dissolution

RESOLVED: That the appropriate officers of this Corporation are hereby authorized to file Articles of Dissolution with the Florida Department of State dissolving the Corporation as of the date of such filing and to file with the Internal Revenue Service such forms, including a final tax return, as are necessary to terminate the Corporation's 501(c) 4 election.

Plan of Distribution of Assets

RESOLVED: That the Corporation has no outstanding obligations or liabilities other than expenses to be incurred in connection with winding up its affairs and no assets other than cash, if any, in a bank account established in the name of the Corporation and accordingly, any assets of the Corporation are hereby authorized to be applied by the appropriate officers of the Corporation to pay the expenses of winding up its affairs, including costs associated with filing the Articles of Dissolution and terminating its 501(c)4 status, and that any balance of such assets be contributed to a not-for-profit organization formed for charitable, educational, political or

similar purposes selected by the President of the Corporation and thereafter the Corporation's bank account shall be closed.

Filing of Affidavit Relating to Use of Name

RESOLVED: That the filing of an affidavit with the Florida Department of State to permit another corporation to immediately use the name "Palm Beach Indivisibles, Inc." as permitted by Section 617.1405, Florida Statutes is hereby authorized and the President of the Corporation or any other officer of the Corporation is hereby authorized to execute such affidavit.

Further Authorization for Dissolution

RESOLVED: That the appropriate officers of the Corporation (or any of them) shall be, and they hereby are, authorized, empowered and directed to take all necessary or appropriate action, including the expenditure of funds, in order to fully and expeditiously complete the dissolution of the Corporation and facilitate the matters approved hereby.

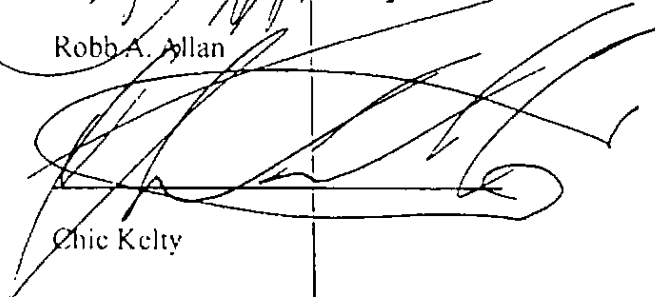
This consent may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

By execution below the directors and officers of the Corporation certify that the plan of distribution herein complies with the requirements of Section 617.1406(2), Florida Statutes.

Dated April 17, 2018, effective as of the day and year first written above.

APPROVED:


Robb A. Allan


Chic Kelty


John Studdard

AFFIDAVIT

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

The undersigned upon being under oath did state the following:

1. The undersigned is the President of Palm Beach Indivisibles, Inc. a Florida not for profit corporation (the "Corporation").
2. As permitted by Section 617.1405, Florida Statutes, the Corporation hereby delivers this affidavit to the Florida Department of State authorizing the immediate use of the name "Palm Beach Indivisibles, Inc." by another corporation.

Dated as of April 17 2018

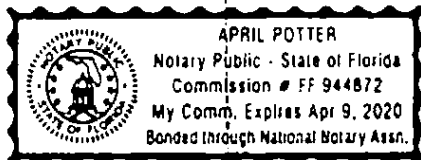
FURTHER AFFIANT SAYETH NAUGHT.

PALM BEACH INDIVISIBLES, INC.

By: [Signature]
Robb A. Alan, President

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, the undersigned authority, personally appeared Robb A. Alan, the President of Palm Beach Indivisibles, Inc., a Florida notforprofit corporation, who after being duly sworn executed this document on this 17th day of April, 2018, who is personally known to me or who produced his _____ driver's license as identification. He did not take an oath.



[Signature]
NOTARY PUBLIC, STATE OF FLORIDA
Print Name: April Potter
Commission Number: FF 944872