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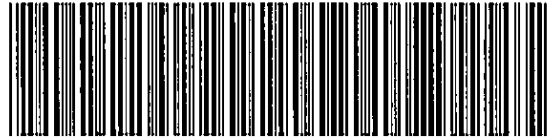
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CORPORATION



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LANCASTER & MUNSON, P.A.
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BOARD CERTIFICATIONS:

1. REAL ESTATE 2. TAX LAW
3. CITY, COUNTY & LOCAL GOVERNMENT

September 4, 2018

Department of State
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Via FedEx

RE: Rejected Filing for Lakeland Firefighters Benevolent Association, Inc., a Florida not-for-profit corporation (Document Number: W18000077186)

To Whom It May Concern:

On or about August 27, 2018, your office rejected the Articles of Incorporation for the above-referenced not-for-profit entity. After a telephone conference between our office and yours, it is clear that the reason for the rejection was because there was a misspelling of the entity name found in Article I of the proposed Articles of Incorporation.

To rectify this error, and to ensure that the above-referenced entity's Articles of Incorporation are filed in a timely manner, enclosed with this letter please find the following:

- (i) Revised copy of Lakeland Firefighters Benevolent Association, Inc.'s Articles of Incorporation; and
- (ii) Copy of the rejection letter sent from your office.

No payment is included herein, as payment was already sent with the initial filing that was rejected. If you should have any questions regarding this letter or any of its enclosures, please do not hesitate to contact me via email at drich@cclmlaw.com or via telephone at (863) 647-5337.

Sincerely,



Dan Rich

Enclosures (as noted above)

COVER LETTER

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

SUBJECT: Lakeland Firefighters Benevolent Association, 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: John J. Lancaster
Name (Printed or typed)

500 South Florida Avenue, Suite 800
Address

Lakeland, FL 33801
City, State & Zip

863-647-5337
Daytime Telephone number

jlancaster@cclmlaw.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
OF
LAKELAND FIREFIGHTERS BENEVOLENT ASSOCIATION, INC.
A FLORIDA NOT FOR PROFIT CORPORATION

These Articles of Incorporation are signed and acknowledged by the incorporator for the purpose of forming a Florida not for profit corporation under the provision of the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes.

ARTICLE I: NAME AND ADDRESS

The name of this corporation is LAKELAND FIREFIGHTERS BENEVOLENT ASSOCIATION, INC. Its address is 701 East Main Street, Lakeland, FL 33801.

ARTICLE II: PURPOSES

The general purposes for which this corporation is organized are exclusively charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States tax code. Further, the objectives and purposes of this corporation shall include, but not be limited to: (a) providing fire safety and drug prevention education to the general public; (b) offering financial, emotional, physical and humanitarian aid and assistance to firefighters and their family and the general public during times of need; (c) helping raise funds and offer support for firefighters and fire stations with firefighting equipment, supplies and other needs; and (d) providing support to other charities. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on

(a) by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States tax code, or

(b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding provision of any future United States tax code.

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DIVISION OF CORPORATION

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 herein. 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.

ARTICLE III: POWERS

The corporation shall have the power to:

1. Have succession by its corporate name for the period set forth in its articles of incorporation.
2. Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
3. Adopt and use a common corporate seal and alter the same; provided, however, that such seal shall always contain the words "corporation not for profit."
4. Elect or appoint such officers and agents as its affairs shall require.
5. Adopt, change, amend and repeal Bylaws, not inconsistent with law or its articles of incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.
6. Increase, by a vote of its members cast as the Bylaws may direct, the number of its directors, managers, or trustees so that the number shall not be less than three (3) but may be any number in excess thereof.
7. Make contacts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income.
8. Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by this chapter in any state, territory, district, or possession of the United States or any foreign country.

9. Purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.

10. Acquire, enjoy, utilize and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein. Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property or assets.

11. Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of and otherwise use and deal in and with, shares and other interest in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.

12. Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

13. Make donations for the public welfare or for religious, charitable, scientific, education, or other similar purposes.

14. Have and exercise all powers necessary or convenient to affect any or all of the purposes for which the corporation is organized.

15. Merge and consolidate with other corporations both for profit and not for profit, domestic and foreign, provided that the surviving corporation is a corporation not for profit.

ARTICLE IV: PROHIBITIONS AND REQUIREMENTS

At any time during which the corporation is a "private foundation" as defined in §509(a) of the Internal Revenue Code ("I.R.C."), it shall not:

(a) Engage in any act of "self-dealing" as defined in I.R.C. §4941(d), which would give rise to any liability for tax imposed by I.R.C. §4941(a);

(b) Retain any "excess business holdings", as defined in I.R.C. §4943(c), which would give rise to any liability for tax imposed by I.R.C. §4943(a);

(c) Make any investment which would jeopardize the carrying out of any of its

exempt purposes, within the meaning of I.R.C. §4944, so as to give rise to any liability for tax imposed by I.R.C. §4944(a):

(d) Make any "taxable expenditures," as defined in I.R.C. §4945(d), which would give rise to any liability for tax imposed by I.R.C. §4945(a):

(e) During the period it is a "private foundation" as defined in I.R.C. §509, the corporation shall distribute, for the purposes specified in its articles of organization, for each taxable year, amounts at least sufficient to avoid liability for tax imposed by I.R.C. §4942(a).

ARTICLE V: COMPENSATION AND DISTRIBUTION OF ASSETS ON DISSOLUTION

No member of the board of directors of the corporation shall receive or be lawfully entitled to receive any pecuniary profit from the operation of the corporation, except actual expenses to or on behalf of said corporation, if authorized by the board of directors. An officer of the corporation may receive reasonable compensation for services rendered to the corporation as an officer, without regard to whether he or she is also a director. This paragraph shall not preclude payment of reasonable compensation to a director, officer or member for services rendered to the corporation in any other capacity. Notwithstanding any other provision hereof, the corporation shall make no payment that would constitute "self-dealing" as defined in IRC §4941(d).

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any further United States 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 so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VI: LOCATION AND REGISTERED AGENT

The location of the corporation is in the City of Lakeland, County of Polk, State

of Florida. Its principal office shall be located at 701 East Main Street, Lakeland, FL 33801. The name and address of its initial Registered Agent in Florida is John J. Lancaster, located at 500 South Florida Avenue, Suite 800, Lakeland, FL 33801.

ARTICLE VII: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Name

Address

Dan Varner

701 East Main Street
Lakeland, FL 33801

The incorporator of these Articles of Incorporation hereby assigns to this corporation any and all of his rights to constitute a corporation.

ARTICLE VIII: MEMBERSHIP

The corporation shall have one or more members. A designation of the members and qualifications and rights of the members shall be set forth in the bylaws. The corporation shall not issue shares of stock.

ARTICLE IX: OFFICERS

(a) The officers of this organization shall consist of a President, Vice President, Secretary, and Treasurer, and such other officers as may be provided for in the Bylaws adopted by the corporation and as amended from time to time.

(b) The names of the persons who are to serve as officers of the corporation until the first annual meeting of the membership in accordance with the Bylaws are:

President	Dan Varner
Vice-President	Matt Brown
Treasurer	Joe Allison
Secretary	Janel Vasallo

(c) The officers shall be elected as provided for in the Bylaws adopted by the corporation and as amended from time to time.

ARTICLE X: BOARD OF DIRECTORS

The business affairs of this corporation shall be managed by the board of directors. This corporation shall have six (6) directors initially. The number of directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3).

(a) The board of directors shall be members of the corporation.

(b) Members of the board of directors shall be elected and hold office in accordance with the Bylaws.

(c) The names and addresses of those who are to serve as the initial directors until the first annual meeting of the membership of the corporation, are:

<u>NAME</u>	<u>ADDRESS</u>
Dan Varner	701 East Main St. Lakeland; FL 33801
Jessica Jemec	701 East Main St. Lakeland; FL 33801
Rikki Childers	701 East Main St. Lakeland; FL 33801
Joe Allison	701 East Main St. Lakeland; FL 33801
Janel Vasallo	701 East Main St. Lakeland; FL 33801
Matt Brown	701 East Main St. Lakeland; FL 33801

ARTICLE XI: AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in accordance with Florida law in

effect at the time. The procedure to amend articles of incorporation is currently set out in Florida Statutes, §617.017.

ARTICLE XII: EXISTENCE

This corporation is to exist perpetually beginning with the execution of these Articles of Incorporation.

IN WITNESS WHEREOF, I, Dan Varner, the undersigned subscribing incorporator have hereunto set my hand and seal this 16th day of August, 2018, for the purpose of forming this not for profit corporation under the laws of the State of Florida.


DAN VARNER

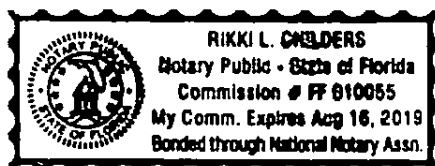
STATE OF FLORIDA
COUNTY OF Polk

I hereby certify that on this day, before me, a notary public duly authorized in the state and county named above to take acknowledgments, personally appeared, to me known to be the persons described as incorporators in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

16th day of August, 2018, WITNESS my hand and official seal in the county and state named above, this

My Commission Expires:


Notary Public



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That LAKELAND FIREFIGHTERS BENEVOLENT ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at the City of Lakeland, County of Polk, State of Florida, and has named John J. Lancaster at 500 South Florida Avenue, Suite 800, Polk County, Florida 33801, as its agent to accept service of process within this state.


DAN VARNER, Incorporator

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provision of said act relative to keeping open said office. I am familiar with and accept the obligations of Florida Statutes, §607.0501.


JOHN J. LANCASTER, Registered Agent

SECRETARY OF STATE
DIVISION OF CORPORATIONS
18 AUG 23 PM 4: 07
TALLAHASSEE, FLORIDA