

N19000001515

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

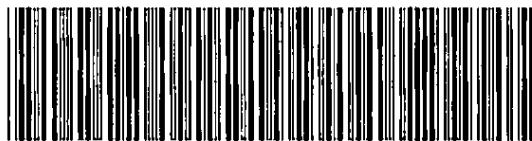
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2019 FEB -5 AM 9:20

COVER LETTER

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

SUBJECT: BOYS AND GIRLS CLUBS OF PALM BEACH COUNTY LEVERAGE LENDER, 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: NICOLE M. WILSON - KUTAK ROCK LLP

Name (Printed or typed)

303 PEACHTREE STREET NE - SUITE 2750

Address

ATLANTA, GA 30308

City, State & Zip

404 222-4623

Daytime Telephone number

jmiranda@BGCPC.org

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
BOYS AND GIRLS CLUBS OF PALM BEACH COUNTY
LEVERAGE LENDER, INC.**

The undersigned, Jaene Miranda, Registered Agent and Incorporator, desiring to form Boys and Girls Clubs of Palm Beach County Leverage Lender, Inc., a Florida not for profit corporation pursuant to the provisions of Chapter 617, Florida Statutes (the "Corporation") hereby certify as follows:

ARTICLE I: The name of the Corporation is Boys and Girls Clubs of Palm Beach County Leverage Lender, Inc. The Corporation is a not for profit corporation as defined in Chapter 617, Florida Statutes.

ARTICLE II: The principal place of business and mailing address of the Corporation is 800 Northpoint Parkway, Suite 204, West Palm Beach, Florida 33407.

ARTICLE III: The Corporation is organized exclusively for charitable, religious, educational and/or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1986, as it may be amended (the "Code"), or corresponding section of any future federal tax code. Specifically, the Corporation is organized as a section 509(a)(3) supporting organization that is operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes and/or activities of Boys and Girls Clubs of Palm Beach County, Inc., a Florida not for profit corporation ("BGCPBC"), so long as those purposes and/or activities are within the meaning of sections 501(c)(3) and 170(c)(2).

In furtherance of the foregoing purposes, the Corporation shall have all the general powers enumerated in Chapter 617, Florida Statutes and such other powers as are now or hereafter permitted by law for a corporation organized for the foregoing purposes including, without limitation, the following:

- (i) to assist financially in the construction, acquisition, rehabilitation and improvement of facilities owned and operated by BGCPBC;
- (ii) to borrow and lend money and to issue and receive negotiable instruments and other obligations;
- (iii) to enter into covenants and agreements and to comply with all terms, conditions and provisions thereof, and otherwise to carry out its corporate purposes and to foster and encourage the location or expansion of facilities and related activities in the area in which the Corporation's or BGCPBC's business is conducted;
- (iv) to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof; and
- (v) to act consistent with carrying out its corporate purposes and its status as a Code Section 501(c)(3) charitable entity.

Notwithstanding any other provision of these articles, the Corporation is organized exclusively for charitable purposes, and intends at all times to qualify and remain qualified as exempt from federal income tax under Section 501(c)(3) of the Code and, in connection therewith:

(i) the Corporation is not formed for and shall not be conducted nor operated for pecuniary profit or financial gain, and no part of its assets, income or profit shall be distributed to or inure to the benefit of any private individual or individuals, provided that nothing herein shall prevent the Corporation from paying reasonable compensation to any person for services rendered to or for the Corporation in furtherance of one or more of its purposes;

(ii) no substantial part of the activities of the Corporation shall be devoted to the carrying on of propaganda or otherwise attempting to influence legislation, except to the extent permitted by the Code whether pursuant to an election under Section 501(h) of the Code or otherwise, and no part of the activities of the Corporation shall be devoted to participating or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office;

(iii) the Corporation shall not engage in or include among its purposes any activities not permitted to be carried on by a corporation exempt from federal income taxation under Section 501(c)(3) of the Code or corresponding provisions of subsequent tax laws; and

(iv) Upon the dissolution or winding up of the Corporation, or in the event it shall cease to engage in carrying out the purposes set forth in these Articles, 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 BGCPBC, which is also tax exempt under Section 501(c)(3) of the Code. Provided, however, if BGCPBC is no longer qualified as a tax exempt entity, then all assets shall be distributed to another tax exempt entity under Section 501(c)(3) of the Code. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV: The Directors of the Corporation shall be elected or appointed as provided in the Bylaws of the Corporation.

ARTICLE V: The initial Registered Agent of the Corporation is:

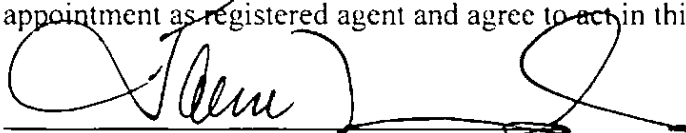
Jaene Miranda
800 Northpoint Parkway
Suite 204
West Palm Beach, Florida 33407

ARTICLE VI: The Incorporator is Jaene Miranda, 800 Northpoint Parkway, Suite 204, West Palm Beach, Florida 33407.

ARTICLE VII: The effective date of the Corporation shall be the date of filing of these Articles of Incorporation with the Florida Department of State.

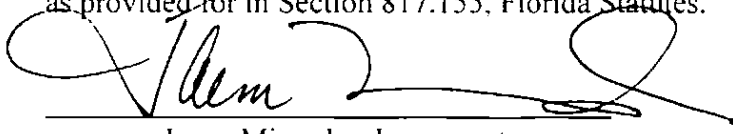
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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Jaene Miranda - Registered Agent

February 1, 2019
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.


Jaene Miranda - Incorporator

February 1, 2019
Date