

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION
NORTH BROWARD PREPARATORY SCHOOL FRIENDS OF THE LIBR

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**ARTICLES OF INCORPORATION
OF
NORTH BROWARD PREPARATORY SCHOOL FRIENDS OF THE LIBRARY INC.**

The undersigned, for the purpose of forming a not-for-profit corporation under the Corporations Not For Profit Act, pursuant to Chapter 617 of the Florida Statutes, hereby makes acknowledges and files the following Articles of Incorporation (the "Articles").

ARTICLE I

Name

The name of the corporation shall be North Broward Preparatory School Friends Of The Library Inc. (the "Corporation").

ARTICLE II

Principal Office

The address of the principal office and the mailing address of the Corporation is 7600 Lyons Road, Coconut Creek, Florida 33073.

ARTICLE III

Duration

The Corporation shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Corporation's existence shall be perpetual.

ARTICLE IV

Purpose

The Corporation is organized exclusively for charitable and educational purposes withing the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding section of any future federal tax code, including, for such purposes, (i) fostering a culture of reading and school community by raising funds and coordinating and supporting events and programs that enhance the North Broward Preparatory School's library system's vibrant, pivotal role as inspiring connection points and enabling students, faculty, staff, parents and special guests to gather, interact, collaborate, learn, and grow; and (ii) making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code.

ARTICLE V

Board of Directors; Officers

The names and addresses of the persons who shall serve as the initial Board of Directors of the Corporation (the "Board") until their successors are duly elected and qualified are as follows:

Director and Chair	Natalia Palacio 7600 Lyons Road Coconut Creek, Florida 33073
Director and Vice-Chair	Lauren Feldman 7600 Lyons Road Coconut Creek, Florida 33073
Director and Treasurer	Greta Gillis 7600 Lyons Road Coconut Creek, Florida 33073
Director and Vice-Treasurer	Mary-Anne Lam 7600 Lyons Road Coconut Creek, Florida 33073
Director and Secretary	Camille Fournel 7600 Lyons Road Coconut Creek, Florida 33073

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ARTICLE VI

Manner of Election

The manner in which directors are elected and appointed to the Board is as provided for in the Corporation's bylaws (the "**Bylaws**").

ARTICLE VII

Membership; Management

The Corporation shall have no members. The management of the affairs of the Corporation shall be vested exclusively in the Board.

ARTICLE VIII

Registered Agent

The name of the initial Registered Agent is Torres Law, P.A. and the street address of the initial registered office in the State of Florida is 888 Southeast Third Avenue, Suite 400, Fort Lauderdale, Florida 33316.

ARTICLE IX

Bylaws

The power to adopt, amend or repeal the Corporation's bylaws (the "**Bylaws**") shall be held by the Board.

ARTICLE X

Amendment to Articles

These Articles may be amended in the manner provided by law.

ARTICLE XI

Indemnification

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

ARTICLE XII

Non-Profit Nature; Limitations of Power; No Personal Liability

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 in Article III hereof. 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. Notwithstanding any other provision of these Articles, the 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 Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code, or the corresponding section of any future federal tax code.

No officer or director of the Corporation shall be personally liable for the debts or obligations of the Corporation 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 the Corporation.

ARTICLE XIII

Dissolution

Upon the dissolution of the Corporation, its assets remaining after payment, or provision for payment of all debts and liabilities of the Corporation, shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or the corresponding section of any future federal 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 said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIV**Incorporator**

The name of the incorporator is Natalia Palacio (the "**Incorporator**"), and the address of the Incorporator is 7600 Lyons Road, Coconut Creek, Florida 33073.

ARTICLE XV**Conflict**

In the event of a conflict between these Articles and the Bylaws, these Articles shall control.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Corporations Not For Profit Act of the State of Florida has signed these Articles this 21st day of July 2021.

By: 

Natalia Palacio
Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, Torres Law, P.A. (Document No. P05000012792), having been named the Registered Agent of North Broward Preparatory School Friends Of The Library Inc., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 617.0501.

TORRES LAW, P.A.:

By: 

Osvaldo F. Torres, Esq.
President

July 21, 2021

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