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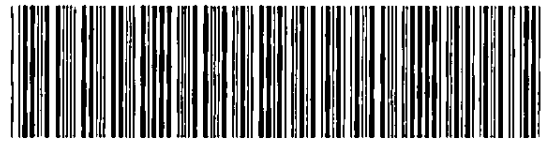
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2024 SEP 30 11:13:35



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 16, 2024

PARVEEN WAHID

1150 CARMEL CIRCLE #405
CASSELBERRY, FL 32707 US

SUBJECT: AAUW-ORLANDO-WINTER PARK INC
Ref. Number: W24000130195

We have received your document for AAUW-ORLANDO-WINTER PARK INC and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Crystal S Hightower
Regulatory Specialist II

Letter Number: 424A00020766

COVER LETTER

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

SUBJECT: AAUW - ORLANDO - WINTER PARK INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☐ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: PARVEEN WAHID

Name (Printed or typed)

1150 CARMEL CIRCLE #405

Address

CASSELBERRY, FL 32707

City, State & Zip

407-929-3735

Daytime Telephone number

dianasecor^{AAUW}~~api~~@gmail.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
AAUW-ORLANDO-WINTER PARK INC**

The undersigned Parveen Wahid acting as incorporator of a corporation under the Not For Profit Corporation Act adopts the following articles of incorporation:

Article I: Name

The name of the corporation is AAUW-Orlando-Winter Park Inc.

Article II: Public Benefit Corporation

The corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Not For Profit Corporation Act for charitable and educational 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, or the corresponding section of any future federal tax code.

The specific purposes of this corporation are to promote education and equity for women and girls through scholarships and support them at local schools and universities.

Article III: Duration

The corporation shall have perpetual duration, unless properly dissolved according to the articles of incorporation and/or Bylaws.

Article IV: Tax Exemption Requirements

- (a) The corporation is organized and operated exclusively for the purposes set forth herein.
- (b) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.
- (c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements on behalf of any candidate for public office).

Article V: Restrictions on Private Foundations

Notwithstanding any other provision in these Articles, if this corporation is deemed or determined to be a "private foundation" within the meaning of section 509 of the Internal Revenue Code, then this corporation shall be subject to the following limitations and restrictions:

(a) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(b) The corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(c) The corporation shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(d) The corporation shall not make any investment in such manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(e) The corporation shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article VI: Members

The corporation shall have no members. --- Members of the corporation will be those who pay their dues for the year, which shall be from July 1 to June 30th of the following year.

Article VII: Registered Office and Agent

The street address and mailing address of the initial registered office of the corporation is: 1150 CARMEL CIRCLE #405, Casselberry, Florida 32707. The name of the original registered agent at such address is Parveen Wahid

Article VIII: Board of Directors

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted, by a Board of Directors. The number of directors of the corporation shall be four; provided, however, that the number of directors can be changed by a bylaw duly adopted pursuant to the bylaws of this corporation. The directors named in these articles as the first Board of Directors shall hold office until the first meeting of members to be held on January 22, 2025 at 1150 CARMEL CIRCLE #405, Casselberry, Florida 32707, at which time an election of directors shall be held.

Directors elected shall serve for a term of one year (July 1st to June 30th) years with the election of new directors being held in April and until the qualification of their successors in office.

Monthly meetings of the Board of Directors shall be held on the 4th Wednesday of the month at the principal office of the corporation or as such other places as the Board of Directors may designate from time to time by resolution.

2024 SEP 30 PM 1:33

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting of all the members of the Board individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceeding of the Board. Such action by written consent will have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law relating to actions so taken must state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The name and address of the persons who are to serve as the initial Directors are :

<u>Name</u>	<u>Address</u>
Diana Secor	1150 CARMEL CIRCLE #405 Casselberry, Florida 32707
Parveen Wahid	10527 VIA DEL Sol Orlando Florida 32817
Leslie Lieberman	2853 Aloma Oaks Dr Oviedo, Florida 32765
Ann Burnham	450 Chickee Court Lake Mary, Florida 32746

2024 SEP 30 PM 1:05

Article IX: Incorporators

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Parveen Wahid	10527 VIA DEL SOL Orlando, Florida 32817

Article X: Officers

The Board of Directors shall elect the president, vice president, treasurer, secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially such officers are to be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

Name**Address**

Diana Secor, President

1150 CARMEL CIRCLE #405
Casselberry, Florida 32707

Parveen Wahid, V.P. Finance

10527 VIA DEL Sol
Orlando Florida 32817

Leslie Lieberman, V.P. Programs

2853 Aloma Oaks Dr
Oviedo, Florida 32765

Ann Burnham, V.P. Membership

450 Chickee Court
Lake Mary, Florida 32746**Article XI: Bylaws**

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act concerning corporation action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted either by a resolution of the Board of Directors or by following the procedures set forth for such action in the bylaws.

Article XII: Property and Profits

The property of this corporation is irrevocably dedicated to the purposes set forth in Article III herein and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person, 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 purpose or purposes set forth in Article III herein.

Article XIII: Distribution Upon Dissolution

Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purpose(s) within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, 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 such court shall determine, that are organized and operated exclusively for such purposes.

Article XIV: Amendments

2024 SEP 30 PM 1:03

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of 51% of a quorum of members of the corporation.

Article XV: Limited Liability of Directors and Officers

The officers and directors shall not be individually liable for the corporation's debts or other liabilities, and the private property of such individuals shall be exempt from any corporate debts or liabilities. The power of indemnification under the laws of Florida shall not be denied or limited by the bylaws.

Article XV: Attestation and Signature of Incorporation and Registered Agent

I, the undersigned, being the incorporator of this corporation for the purpose of forming this nonprofit charitable corporation under the laws of Florida have executed these articles of incorporation on September 3, 2024.

By: Parveen Wahid
Parveen Wahid, Incorporator

I, the undersigned, having been named Registered Agent to accept service of process for the above stated corporation at the place designated in Article VII hereby accept this designation of Registered Agent. I am familiar with and accept the appointment and agree to act in this capacity this 3rd day of September, 2024.

By: Parveen Wahid
Parveen Wahid, Registered Agent

**ARTICLES OF INCORPORATION OF
AAUW-ORLANDO-WINTER PARK INC**

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The specific purposes of this corporation are to promote education and equity for women and girls through scholarships and support them at local schools and universities.

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The corporation shall have perpetual duration, unless properly dissolved according to the articles of incorporation and/or Bylaws.

Article IV: Tax Exemption Requirements

- (a) The corporation is organized and operated exclusively for the purposes set forth herein.
- (b) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.
- (c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements on behalf of any candidate for public office).

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Notwithstanding any other provision in these Articles, if this corporation is deemed or determined to be a "private foundation" within the meaning of section 509 of the Internal Revenue Code, then this corporation shall be subject to the following limitations and restrictions:

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Directors elected shall serve for a term of one year (July 1st to June 30th) years with the election of new directors being held in April and until the qualification of their successors in office.

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Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting of all the members of the Board individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceeding of the Board. Such action by written consent will have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law relating to actions so taken must state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The name and address of the persons who are to serve as the initial Directors are :

<u>Name</u>	<u>Address</u>
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Parveen Wahid	10527 VIA DEL Sol Orlando Florida 32817
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<u>Name</u>	<u>Address</u>
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Name**Address**

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1150 CARMEL CIRCLE #405
Casselberry, Florida 32707

Parveen Wahid, V.P. Finance

10527 VIA DEL Sol
Orlando Florida 32817

Leslie Lieberman, V.P. Programs

2853 Aloma Oaks Dr
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450 Chickee Court
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Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of 51% of a quorum of members of the corporation.

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The officers and directors shall not be individually liable for the corporation's debts or other liabilities, and the private property of such individuals shall be exempt from any corporate debts or liabilities. The power of indemnification under the laws of Florida shall not be denied or limited by the bylaws.

Article XV: Attestation and Signature of Incorporation and Registered Agent

I, the undersigned, being the incorporator of this corporation for the purpose of forming this nonprofit charitable corporation under the laws of Florida have executed these articles of incorporation on September 3, 2024.

By: Parveen Wahid
Parveen Wahid, Incorporator

I, the undersigned, having been named Registered Agent to accept service of process for the above stated corporation at the place designated in Article VII hereby accept this designation of Registered Agent. I am familiar with and accept the appointment and agree to act in this capacity this 3rd day of September, 2024.

By: Parveen Wahid
Parveen Wahid, Registered Agent