W.J. VAUGHN
ATTORNEY AT LAW
MELBOURNE, FLORIDA 32901

W.G. VAUGHN (1890-1951)

W.J. VAUGHN
W.J. VAUGHN, JR.
ELISE G. VAUGHN

MAILING ADDRESS
POST OFFICE BOX 170
MELBOURNE, FLORIDA 32902-0170

TELEPHONE (407) 723-8671
FAX (407) 951-9099

OFFICES
2007-9 SOUTH MELBOURNE COURT
MELBOURNE, FLORIDA 32901

BALANCE DUE ______
REFUND ______

N95000000485

January 27, 1995

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

Re: Reincorporation of Lions Club of Melbourne, Inc.,
a not for profit corporation

Gentlemen:

We are enclosing the following for the above referenced transaction;

[1] Resolution of Lions Club of Melbourne, Inc.,a corporation not for profit.

[2] Certified copy of the Articles of Incorporation of Lions Club of Melbourne

[3] Our check for the fees for this transaction.

We have enclosed a prepaid overnight mail envelope for the return of the documents necessary to complete this transaction. Your co-operation is greatly appreciated.

If you have any questions, please contact our office.

Sincerely Yours,

W. J. Vaughn

W. J. Vaughn

Enc.

FEB 1 1995 BSB

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 23, 1995

W.J. VAUGHN ATTORNEY-AT-LAW
P. O. BOX 370
MELBOURNE, FL 32902-0370

SUBJECT: LIONS CLUB OF MELBOURNE, INC.
Ref. Number: W95000001524

We have received your document for LIONS CLUB OF MELBOURNE, INC. and check(s) totaling $253.75. However, your check(s) and document are being returned for the following:

We are enclosing the proper form(s) with instructions for your convenience.

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 (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 695A00002599

# APPLICATION FOR REINSTATEMENT AND REINCORPORATION OF A LEGISLATIVELY OR JUDICIALLY CHARTERED NOT FOR PROFIT CORPORATION

IN COMPLIANCE WITH SECTION 617.1623(1)(d), FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REINSTATE AND REINCORPORATE A NOT FOR PROFIT LEGISLATIVELY OR JUDICIALLY CHARTERED CORPORATION WHICH WAS DISSOLVED ON JULY 2, 1992, PURSUANT TO SECTION 617.1623(1)(c).

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1. Lions Club of Melbourne
Name of corporation exactly as it appears in legislative or judicial charter

2. 1107 E. Prospect Avenue, Melbourne, Fl. 32901
Street address of the principal office of the corporation.
(This address will be used for the mailing of corporation annual reports)

3. 12/23/57
Date of incorporation

4. FEI Number __-_______

[x] FEI Number applied for

[ ] FEI Number not required

5. Name, address (P. O. Box Not acceptable) and title of current officers and/or directors:
(use additional page if necessary)

| Title | Name | Street Address | City, State, Zip |
|---|---|---|---|
| Director/President | Roger S. Henshaw | 1523 Anglers Dr. N. E. | Palm Bay, Fl. 32905 |
| Director/Vice Pres/Sec. | Julie Mallozzi | 2772 Palm Dr. N.E. | Palm Bay, Fl. 32905 |
| Director/Treas. | John Noble | 2772 Palm Dr. N.E. | Palm Bay, Fl. 32905 |
| Director/ | Gardiner Bullock | 293 America Blvd. N. W. | Palm Bay, Fl. 32907 |
| Director/2nd Vice Pres. | John Musgrave | 3117 Fairview Dr. | Melbourne, Fl. 32934 |
| Director/Tail Twister | Judson Jerhune | 2811 Albermarle St. | Melbourne, Fl. 32901 |
| ~~Director~~ | ~~Joseph Wichkam~~ | ~~1700 Highland Avenue,~~ | ~~Melbourne, Fl. 32935~~ |

6. Attached is a copy of the judicial charter and all amendments thereto certified by the circuit court of the county wherein recorded or a copy of the chartering law certified by the Department of State, Division of Elections as to legislative charters and completed Certificate of Reincorporation.

Roger S. Henshaw
Authorized signature

Roger S. Henshaw President and Director — January 25, 1995
Name and capacity of person signing application (see s. 617.01201(6)) — Date

## Fees:

| | |
|---|---|
| Filing fee | $ 35.00 |
| Designation of Registered Agent | $ 35.00 |
| Certified Copy (optional) | ($ 52.50) |
| Certificate of Status (optional) | ($ 8.75) |

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ARTICLES OF INCORPORATION

- of -

LIONS CLUB OF MELBOURNE

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, residents of the State of Florida, desiring to form a not for profit corporation under Section 617, of the 1955 Revised Statutes of the State of Florida, and the amendments thereto, do for the purposes and objects hereinafter stated hereby associate ourselves with the intention of forming such corporation, and do hereby agree and declare:

I

The name of this corporation shall be "LIONS CLUB OF MELBOURNE".

II

The purposes and objects of this corporation shall be:

1. To form a body of men thoroughly representative of the business and professional interests of the City of Melbourne, Florida and of the territory adjacent thereto.

2. To encourage active participation in all things that have to do with commercial, civic, and industrial betterment, and service to mankind.

3. To uphold the principles of good government and foster good citizenship.

4. To teach that organization, cooperation, and reciprocity are better than rivalry, strife, and destructive competition.

5. To cooperate with other organizations or individuals who are engaged in worth-while endeavors for ... public's ...

6. To encourage the application of the highest ethical standards in business, and endeavor, by the exchange of methods and ideas, to increase efficiency in all lines represented.

7. Generally to carry out at Melbourne, Florida, the principles and teachings of the International Association of Lions Clubs, a Service Club organization with which Lions Club of Melbourne is affiliated.

STATE OF FLORIDA BREVARD ... County Court ... DATED 1-13-95 BY [signature] D.C.

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8. That, except as herein limited, this corporation shall have and exercise all the powers granted to corporations by the laws of the State of Florida.

III

That the Lions Club of Melbourne is chartered by, and under the supervision of, The International Association of Lions Clubs of Chicago, Illinois, and is governed by the Constitution and By-Laws of said Association.

IV

This corporation shall be located in the City of Melbourne, in Brevard County, Florida.

V

This corporation shall have no capital stock and shall not engage in business for profit, but shall be supported by gifts, bequests, benefits, contributions, and fees and dues paid by members. Membership in the corporation shall be governed and controlled as provided in the Constitution and By-Laws of this corporation.

No part of the earnings, income, or receipts of this corporation shall ever inure to the benefit of or be distributed to any individual, member, or members of this corporation.

VI

This corporation shall have perpetual existence.

VII

The By-Laws of the corporation are to be made, altered or rescinded upon a two-thirds vote of the members present at any annual meeting of the Corporation.

VIII

The highest amount of indebtedness or liability to which the corporation may, at any time subject itself, which shall never be greater than two-thirds of the value of the property of the corporation, shall be Fifty Thousand Dollars ($50,000.00).

INCORPORATIONS
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The amount in value of the real estate which the corporation may hold, subject always to the approval of the Circuit Judge, shall be One Hundred Thousand Dollars ($100,000.00).

Witness the hands and seals of the Incorporators at Melbourne, County of Brevard, and State of Florida, this 30 day of October, 1957.

President ______________________ (Seal)

1st Vice President ______________________ (Seal)

2nd Vice President W. Harold Davis (Seal)
Harold Davis

3rd Vice President George L. Lerman (Seal)

Secretary & Treasurer William Rath (Seal)

Lion Tamer John Holmes (Seal)

Tailtwister ______________________ (Seal)

Directors ______________________ (Seal)

______________________ (Seal)
Albert

Stephen C. ______________________ (Seal)
Stephen

______________________ (Seal)
Stephen Miller

______________________ (Seal)

______________________ (Seal)

State of Florida
County of Brevard

Personally appeared before me, the undersigned authority, Floyd Rinehart, to me well known to be one of the Incorporators described in the foregoing Charter of the Lions Club of Melbourne, and acknowledged the same, and, after being by me first duly cautioned and sworn, upon his oath, deposes and says:

That it is intended in good faith to carry out the purposes and objects set forth.

Floyd L. Rinehart

Sworn to and subscribed before me this 18th day of December, 1957.

Edythe Hamlet Dunlap
Notary Public
State of Florida at Large

My Commission Expires: Notary Public State of Florida at Large My Commission Expires [illegible]

The above and foregoing proposed Charter having been presented for approval; and, upon inspection thereof, the same having been found to be in proper form and for an object authorized by the statutes of the State of Florida in that behalf made and provided, the same is hereby approved at Titusville, Brevard County, Florida, this 23 day of December, 1957, and from henceforth the subscribers and their associates and successors shall be a corporation by the name given.

151074 1957 [illegible] 52

[illegible signature]

J. M. Pogue

# CERTIFICATE OF REINCORPORATION

**FOR**

FILED

95 FEB -1 AM 8:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Lions Club of Melbourne, Inc.

**PURSUANT TO SECTION 617.0901, FLORIDA STATUTES, THIS CERTIFICATE OF REINCORPORATION WAS DULY AUTHORIZED BY A MEETING OF ITS MEMBERS REGULARLY CALLED OR BY A MEETING OF ITS BOARD OF DIRECTORS IF THERE ARE NO MEMBERS ENTITLED TO VOTE ON THE REINCORPORATION:**

## ARTICLE I - NAME

The name of the corporation shall be:

Lions Club of Melbourne, Inc.

## ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this corporation shall be:

1107 E. Prospect Avenue
Melbourne, Fl. 32901

## ARTICLE III - PURPOSE(S)

The specific purpose(s) for which the corporation is organized is (are): #1) To form a body of men thoroughly representative of the business and professional interests of the City of Melbourne, Florida and of the territory adjacent thereto.#2. To encourage active participation in all things that have to do with commercial, civic, and industrial betterment, and service to mankind.#3. To uphold the principles of good government and foster good citizenship. #4.To teach that organization, cooperation, and reciprocity are better than rivalry, strife, and destructive competition. #5 To co-operate with other organizations or individuals who are engaged in worth-while endeavors for public's welfare.#6.To encourage the application of the highest ethical standards in business, and endeavor, by the exchange of methods and ideas, to increase **

## ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is:

John T. Noble, 1107 E. Prospect Avenue, Melbourne, Fl. 32901

**efficiency in all lines represented. #7. Generally to carry out at Melbourne, Florida, the principles and teachings of the International Association of Lions Clubs, a Service Club organization with wich Lions Club of Melbourne,Inc. is affiliated. #8. That, except as herein limited, this corporation shall have and exercise all the powers granted to corporations by the laws of the State of Florida.

## ARTICLE V    MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is as follows:

In accordance with bylaws of Lions International, serving staggered terms of two years.

## ARTICLE VI    LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited as follows:

None

The Certificate of Reincorporation was executed this 25 day of January, 19 95.

______________________________
Roger S. Henshaw Authorized signature

______________________________
Typed or printed name of signature

# CERTIFICATE OF DESIGNATION OF
# REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Lions Club of Melbourne, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FL

2. The name and address of the registered agent and office is:

John T. Noble
(Name)

1107 E. Prospect Avenue
(P.O. Box not acceptable)

Melbourne, Fl. 32901
(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

John T. Noble (Signature)

Jan 25-95 (Date)

John T. Noble

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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