

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10149, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

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PHONE ()

Service: ☐ Priority ☐ Regular
☐ One Day Service ☐ Two Day Service

To us via _____ Return via _____

Matter No. _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

Handwritten notes and stamps:
 DATE _____
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 DATE _____

MAY 6 1995

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY *EAR*

WALK-IN
 Will Pick Up *3.6 / 12*

RE: West Broward

Community Council
Inc.

C.C. FEE. DISBURSED

Capital Express™
☒ Art. of Inc. File
☐ Corp. Search
☐ Ltd. Partnership
☐ Foreign Corp. Reg.
☐ (to Cert. Copy(s))

☐ Art. of Amend. File
☐ Dissolution/Withdrawal
☐ C U S
☐ Fictitious Name File

☐ Name Reservation
☐ Annual Report/Reinstatement
☐ Reg. Agent Service
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☐ Corporate Kit
☐ Vehicle Search
☐ Driving Record
☐ Document Retrieval

☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ File No.'s, Copies
☐ Courier Service
☐ Shipping/Handling
☐ Phone ()
☐ Top Priority
☐ Express Mail Prep
☐ FAX () pgs

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 6, 1995

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32301

SUBJECT: WEST BROWARD COMMUNITY COUNCIL, INC.
Ref. Number: W95000004875

We have received your document for WEST BROWARD COMMUNITY COUNCIL, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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: 395A00009849

ARTICLES OF INCORPORATION
OF
WEST BROWARD COMMUNITY COUNCIL, INC.

FILED

95 MAR -6 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the Incorporator of WEST BROWARD COMMUNITY COUNCIL, INC., hereby make, acknowledge and file these Articles of Incorporation pursuant to Chapter 617, Florida Statutes.

ARTICLE I. NAME OF CORPORATION

The name of this corporation shall be: WEST BROWARD COMMUNITY COUNCIL, INC.

ARTICLE II. TERMS OF EXISTENCE

The corporation shall exist perpetually unless dissolved according to law.

ARTICLE III. PURPOSE FOR WHICH ORGANIZED

The exclusive purposes for which this corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. In furtherance thereof, the corporation may (a) educate the public concerning civic pride, responsibilities, duties and unity and to coordinate the efforts of other civic organizations toward mutual, non-partisan goals; (b) hold seminars, meetings and events to promote awareness, interest and knowledge of the needs of the community regarding mutual safety and improvement; (c) assist members of the community with special needs for food, shelter, clothing or emergency funds; (d) raise funds for these civic, charitable and educational purposes; (e) cultivate the friendship and common interest of the members; (f) interface and coordinate with other local, county, national and international community organizations, and (g) exercise all rights and privileges of nonprofit corporations conferred by Florida law not inconsistent herewith.

ARTICLE IV. MEMBERSHIP

Membership in the corporation shall consist of those persons appointed as members by the Board of Directors. Membership in the corporation may be terminated by the Board of Directors.

ARTICLE V. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida shall be 19801 Stirling Road, Fort Lauderdale, Florida 33332. The name of the initial registered agent of the corporation at that address shall be JANIE MURDERS.

ARTICLE VI. BOARD OF DIRECTORS

The corporate powers of the corporation shall be vested in a Board of Directors consisting of not less than six (6) and not more than nineteen (19) members, as shall be provided in the Bylaws. Action taken by the Board shall be a simple majority vote of the members of the Board of Directors. When not inconsistent with Chapter 617, Florida Statutes, and the express provisions of these Articles, the Board of Directors shall have all rights, powers and privileges prescribed by law for directors under Chapter 607, Florida Statutes.

Within the standards and limitations prescribed herein, qualifications and terms of office, manner of nomination and election of members of the Board of Directors, and the time, place and manner of calling meetings, giving notice of and conducting the meetings of the Board of Directors, and the number of directors which shall constitute a quorum at the meetings of the Board of Directors shall be prescribed in the Bylaws of the corporation.

The Board of Directors consists of the following individuals, who shall serve until the second organizational meeting of directors of the corporation, as defined in the Bylaws, or until such time as his or her successor is elected:

<u>NAME</u>	<u>ADDRESS</u>
JANIE MURDERS	19801 Stirling Road Fort Lauderdale, Florida 33332
TAMI SHANNON	17350 Southwest 46th Street Fort Lauderdale, Florida 33331
WILLARD MORRISON	215 Lakeview Drive Fort Lauderdale, Florida 33327
RICHARD KAPLAN	1098 Longview Fort Lauderdale, Florida 33326
SONNY EDGER	9135 Townhouse A Fort Lauderdale, Florida 33324
ROLLY KEHLER	4720 Southwest 170th Avenue Fort Lauderdale, Florida 33321
JOE STEINMAN	1214 Manor Drive South Fort Lauderdale, Florida 33326
JOHNNY DOLLAR	17350 Southwest 46th Street Fort Lauderdale, Florida 33331

The Board of Directors, by majority vote at any duly constituted meeting, shall fill such vacancies as may occur on the Board and may remove members of the Board in accordance with the Bylaws of the corporation.

ARTICLE VII. INCORPORATORS

The name and street address of the incorporator signing the Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
JANIE MURDERS	19801 Sterling Road Fort Lauderdale, Florida 33332

ARTICLE VIII. RESTRICTIONS

The following additional provision is inserted for the conduct of the affairs of the corporation:

1. As used in this article, section references, unless otherwise indicated, shall refer to the Internal Revenue Code of 1954, Title XXVI of the United States Code, as in effect of December 16, 1971, including corresponding provisions of any

subsequent federal tax laws.

2. During the period that this corporation is a "private foundation" as defined in Section 509(a), it shall not:

- (a) Engage in any act of "self dealing" as defined in Section 4941(d) which would give rise to any liability for tax imposed by Section 4941(a);
- (b) Retain any "excess business holdings" as defined in Section 4943(c) which would give rise to any liability for the tax imposed by Section 4943(a);
- (c) Make any investment which would jeopardize the carrying out of any its exempt purposes, within the meaning of Section 4944, so as to give rise to any liability for tax imposed by Section 4944(a); and
- (d) Make any "taxable expenditures" as defined in Section 4945(d) which would give rise to any liability for tax imposed by Section 4945(a).

3. During the period that this corporation is a "private foundation" as defined in Section 509, it shall distribute, for the purposes specified in these Articles of Incorporation, for each taxable year, amounts at least sufficient to avoid liability for tax imposed Section 4942(a).

4. Notwithstanding anything herein appearing to the contrary, no part of the assets or the net earnings of the corporation shall inure to the benefit of any of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer or other private individual, 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.

5. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on 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 Internal Revenue law.

ARTICLE IX. OFFICERS

The corporation shall have a President, a Treasurer and a Secretary, who shall be elected at each annual meeting of the Board of Directors. The duties, qualifications, manner of election and terms of office of all officers of the corporation shall be prescribed in the Bylaws of the corporation. The corporation may provide for such other officers as may be provided in the Bylaws.

ARTICLE X. INDEMNIFICATION

(1) The corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by, or in the right of, the corporation), by reason of the fact that he is or was a director, trustee, officer, employee or agent of the corporation or is or was serving at the request of the corporation as a director, trustee, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding, including any appeal thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, or conviction or upon plea of nolo contendere or its equivalent shall not, or itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or not opposed to, the best interests of the corporation or, with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful.

(2) The corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he or she is or was a director, trustee, officer, employee or agent of the corporation or is or was serving at the request of the corporation as a director, trustee, officer, employee or agent of another corporation, partnership,

joint venture, trust or other enterprise against expenses (including attorney's fees) actually and reasonably incurred by him or her in connection with the defense or settlement of such action or suit, including any appeal thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the corporation, except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his or her duty to the corporation unless, and only to the extent that, the court in which such action or suit was brought shall determine, upon application, that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper.

(3) To the extent that a director, trustee, officer, employee or agent of the corporation (or another corporation, where applicable) has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section (1) or Section (2) or in defense of any claim, issue or matter therein, he or she shall be indemnified against expenses (including attorney's fees) actually and reasonably incurred by him in connection therewith.

(4) Any indemnification under Section (1) or Section (2), unless pursuant to determination by a court, shall be made by the corporation only as authorized in the specific case upon a determination that indemnification of the director, trustee, officer, employee or agent is proper in the circumstances because he has met the applicable standard of conduct set forth in Section (1) or Section (2). Such determination shall be made by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceedings.

(5) Expenses (including attorney's fee), incurred in defending a civil or

criminal action, suit or proceeding may be paid by the corporation in advance of the final disposition of such action, suit or proceeding upon a preliminary determination following one of the procedures set forth in Section (4) that the director, trustee, officer, employee or agent met the applicable standard of conduct set forth in Section (1) or Section (2) and, upon receipt of an undertaking by or on behalf of the director, trustee, officer, employee or agent to repay such amount unless it shall ultimately be determined that he or she is entitled to be indemnified by the corporation as authorized in this Article.

(6) The Board of Directors of the corporation shall be authorized to make any other or further indemnification except an indemnification against gross negligence or willful misconduct, under any bylaw, agreement, vote of disinterested trustees or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office.

(7) Indemnification as provided in this Article shall continue as to a person who has ceased to be a director, trustee, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

(8) The corporation shall have power to purchase and maintain insurance on behalf of any person who is or was an officer, trustee, employee or agent of the corporation or is or was an officer, trustee, employee agent of the corporation or is or was serving at the request of the corporation as a director, trustee, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the corporation would have the power to indemnify him or her against such liability under the provisions of this section.

ARTICLE XI. AMENDMENTS

These Articles of Incorporation may be amended by a concurrence of a majority of those directors present at any regular or special meeting of the Board of Directors.

ARTICLE XII. BYLAWS

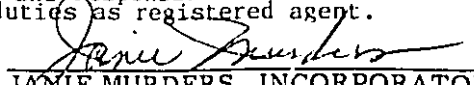
The Bylaws of the corporation shall be made, adopted, altered or rescinded by concurrence of a majority of those directors present at any regular or special meeting of the Board of Directors.

ARTICLE XIII. DISSOLUTION

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 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 the circuit court 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.

IN WITNESS WHEREOF, WEST BROWARD COMMUNITY COUNCIL, INC., has caused this certificate to be signed and subscribed by its incorporator this 2 day of March, 1995.

I hereby am familiar with and accept the duties ^{and responsibilities} as registered agent.


JANIE MURDERS, INCORPORATOR