

N 95000003492

Law Offices of

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July 14, 1995

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Secretary of State
Corporate Division
P. O. Box 6347
Tallahassee, Florida 32314

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FILED
1995 JUL 21 AM 10:37
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Re: Articles of Incorporation
BREVARD COUNTY BAR ASSOCIATION FOUNDATION, INC.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for BREVARD COUNTY BAR ASSOCIATION FOUNDATION, INC. In addition, my check in the amount of \$122.50 is enclosed to cover the following fees:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
Total	\$122.50

Please file the original Articles of Incorporation and return a certified copy to the undersigned in the enclosed envelope.

I thank you in advance for your prompt assistance.

Very truly yours,


John M. Harris

JMH:kdp
Enclosures

R. GRESSER JUL 21 1995

ARTICLES OF INCORPORATION
OF
BREVARD COUNTY BAR ASSOCIATION FOUNDATION, INC.

The undersigned hereby subscribe to these Articles of Incorporation and execute same for the purpose of becoming a corporation not for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation shall be BREVARD COUNTY BAR ASSOCIATION FOUNDATION, INC., a Corporation not for profit

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing on the filing of these Articles with the Secretary of State of the State of Florida.

ARTICLE III - PURPOSE

The corporation is organized as a not for profit corporation exclusively for charitable, benevolent, educational and scientific purposes. No part of its activities involve the provision of facilities or equipment. Its activities shall be conducted in such a manner that no part of its net earnings shall inure to the benefit of any private shareholder, member, trustee, director, officer or individual.

Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3), or by a corporation qualified as a public charity under Section 509(a)(1) of the Internal Revenue Code of 1954, as amended, or the corresponding provisions of any future United States Internal Revenue Law (hereafter collectively referred to as the "Code").

The purpose of the Corporation shall include providing zero-interest loans to qualified Brevard County residents attending accredited United States law schools, participation in and funding of local moot court competitions, and similar law related educational programs.

No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE IV - DISSOLUTION

In the event of dissolution of the Corporation or the winding up of its affairs, or other liquidation of its assets, the Corporation's property and assets shall be conveyed to such other Florida not for profit corporation as the Board of Directors of the Corporation may determine provided that such other not for profit corporation is operated for purposes similar to those of this corporation, and that such not for profit corporation qualifies as an exempt organization under Section 501(c)(3) and as a public charity under Section 509(a) of the Code. In no event shall the assets and property of the Corporation be sold, transferred, or conveyed to any corporation organized for profit.

ARTICLE V - PRINCIPAL OFFICE

The street and mailing address of the principal office of the corporation is 1600 Sarno Road, Suite 13, Melbourne, FL 32935.

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ARTICLE VI - POWERS

The corporation shall possess and may exercise all of the powers and privileges granted by Chapters 607 and 617 of the Florida Statutes or by any other law of the State of Florida together with all powers necessary and convenient to the conduct, promotion or attainment of the activities or purposes of the Corporation.

ARTICLE VII - MEMBERS

The members of this Corporation shall be its Directors.

ARTICLE VIII - DIRECTORS

The affairs of the corporation are to be managed by a Board of Directors consisting of no less than three (3) and not more than seven (7) members. Initially, the Board of Directors shall consist of four members who shall be the officers of the Brevard County Bar Association. The names and addresses of the initial directors are as follows:

HARRY GREENFIELD 775 East Merritt Island Causeway
Merritt Island, FL 32952

JEFF THOMPSON Suntree Station, Suite 104
7025 N. Wickham Road
Melbourne, FL 32940

JAMES BEADLE 5205 Babcock Street, N.E.
Palm Bay, FL 32905

GRETCHEN KLAYMAN Suntree Station, Suite 104
7025 N. Wickham Road
Melbourne, FL 32940

ARTICLE IX - INCORPORATOR

The name and address of the initial incorporator of this corporation is as follows:

JOHN M. HARRIS 509 Palm Avenue, P. O. Box 669
Titusville, FL 32781-0669

ARTICLE X - REGISTERED AGENT

The name and street address of the initial registered agent and office of this corporation is as follows:

RICHARD E. STADLER 509 Palm Avenue, P.O. Box 669
Titusville, FL 32781-0669

ARTICLE XI - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XII - BY-LAWS

The By-Laws of the Corporation shall be adopted, altered, amended or repealed only by the vote of the majority of the members of the Board of Directors, except that the initial By-Laws may be adopted by a majority vote of the Incorporators of this Corporation.

ARTICLE XIII - AMENDMENT

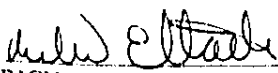
Amendments to these Articles of Incorporation may be made and adopted only by the vote of at least seventy-five percent (75%) of the current members of the Board of Directors. Amendments shall be effective when a copy thereof has been filed with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 14th day of July, 1995.


JOHN M. HARRIS, Incorporator

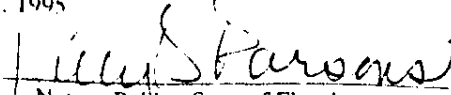
ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts appointment as registered agent for BREVARD COUNTY BAR ASSOCIATION FOUNDATION, INC. and agrees to perform all duties and accept all responsibilities imposed by law.


RICHARD E. STADLER, Registered Agent

STATE OF FLORIDA)
COUNTY OF BREVARD)

BEFORE ME, the undersigned authority, personally appeared, JOHN M. HARRIS, who produced his driver's license for identification and who took an oath, and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same, this 14th day of July, 1995.


Notary Public, State of Florida

(SEAL)

My Commission Expires



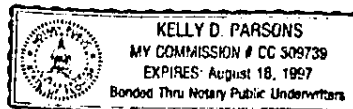
STATE OF FLORIDA)
COUNTY OF BREVARD)

BEFORE ME, the undersigned authority, personally appeared RICHARD E. STADLER, who produced his driver's license as identification and who took an oath, and who executed the foregoing Acceptance of Registered Agent and acknowledged before me that he executed the same, this 14th day of July, 1995.


Notary Public, State of Florida

(SEAL)

My Commission Expires



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