

R. Earl Warren, P.A.

Thu Aug 23 1995 04:04 pm

Page 1 of 12

N95000003702

8/0/95

FLORIDA DIVISION OF CORPORATIONS

12:42 AM

PUBLIC ACCESS SYSTEM

((H95000008529))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: R. EARL WARREN, P.A.

DEPARTMENT OF STATE

359 W DEARBORN ST

STATE OF FLORIDA

PO BOX 1207

409 EAST GAINES STREET

ENGLEWOOD FL 34295-1207 00

TALLAHASSEE, FL 32399

CONTACT: R. EARL WARREN

FAX: (904) 922-4000

PHONE: (941) 474-7768

FAX: (941) 474-7769

((H95000008529))

DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION

NAME: TAXPAYERS LEAGUE OF CHARLOTTE COUNTY, INC.

FAX AUDIT NUMBER: H95000008529

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/03/1995

TIME REQUESTED: 12:42:23

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 9

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 076650000175

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000008529))

8-4-95

FILED
95 AUG -4 PM 4:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA DIVISION OF CORPORATIONS

95 AUG -4 AM 8:08

RECEIVED

LAW OFFICES OF
R. EARL WARREN, P. A.
388 WEST DEARBORN STREET
P. O. BOX 1207
ENGLEWOOD, FLORIDA 34426-1807

R. EARL WARREN



(941) 474-7768
FAX (941) 474-7769

August 3, 1995

Via fax only to (904) 922-4000

Division of Corporations
Department of State
State of Florida
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Taxpayers League of Charlotte County, Inc.,
a non-profit Florida corporation

Fax Audit No.: H95000008529
EPIL Account No.: 076650000175

Gentlemen:

With reference to the above corporation, please find enclosed the duly executed Articles of Incorporation, together with the required Certificate signed by the Registered Agent. Upon our filing electronically today, funds were debited from the above account in payment of the following items:

1. Filing fee	35.00
2. Registered Agent	35.00
3. Certified copy	<u>52.50</u>
	\$122.50

Please let us know if you find the enclosed documents to be acceptable for filing. We appreciate your kind assistance.

Very truly yours,


R. Earl Warren

REW:rw

Enclosures

Fax Audit No.: H95000008529

This Instrument Prepared By:

R. EARL WARREN
Attorney at Law

R. EARL WARREN, P.A.
359 W. Dearborn St., P.O. Box 1207
ENGLEWOOD, FLORIDA 34295-1207
Telephone: (941) 474-7768
Florida Bar No.: 084975

ARTICLES OF INCORPORATION
OF

TAXPAYERS LEAGUE OF CHARLOTTE COUNTY, INC.

The undersigned subscriber(s) hereby associate themselves together for the purpose of forming a corporation not for profit under and by virtue of the laws of the State of Florida, and under the following Charter:

ARTICLE I.

The name of this corporation is and shall be TAXPAYERS LEAGUE OF CHARLOTTE COUNTY, INC., and said corporation shall be located in Englewood, Florida.

ARTICLE II.

The general nature and object of this corporation shall be devoted exclusively for eleemosynary, educational and charitable purposes and specifically shall be:

A. To sponsor, encourage, arrange funding for, maintain and develop projects and activities designed to educate and train the citizens of Charlotte County, Florida in methods and techniques to secure by lawful means greater economy and efficiency in local, state and Federal government; to educate the public and private sectors as to fiscal responsibility in governmental and civic affairs and reduction in taxes of all kinds and types, either directly, in concert with or by contribution(s) to organizations that qualify as exempt organizations under Section 501(c)(3) of the

FILED
95 AUG -4 PM 4:42
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

Fax Ack No.: 119500000529

Internal Revenue Code of 1954 and its Regulations as they now exist or as they may hereafter be amended; to arrange studies, conference groups, educational meetings and seminars in those places throughout the local area conducive to furthering the objects of this corporation.

B. To acquire, own, dispose of, receive and disburse monies and property, both real and personal, by gift, donation, bequest, devise, purchase or grant to promote and carry out any or all of the stated purposes, and to hold and dispose of such property as the corporation shall require for the benefit of its members. This corporation shall be authorized to exercise the powers permitted non-profit corporations under Chapter 617 of the Florida Statutes; provided however, that this corporation, in exercising any one or more of such powers, shall do so in furtherance of the exempt purposes for which it has been organized as described in Section 501(c)(3) of the Internal Revenue Code.

C. To own, hold, buy, sell, lease, mortgage, pledge and otherwise exercise all acts of ownership over all kinds and classes of property, real, personal, intangible and mixed, wheresoever situate, including works of art of all kinds and stock, bonds or other securities, issued by any firm, person, corporation or association.

D. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, debentures, bonds, warrants and other negotiable or transferable instruments, to borrow money for the purposes of the corporation, with or without security, and to mortgage, pledge, encumber in any manner, and/or place in the hands of trustees as security for the payment of money borrowed, or

Fax Audit No.: H95000008529

the fulfillment of any obligations of this corporation, any assets which this corporation may own or acquire; and to issue bonds, notes, debentures or other obligations to evidence such indebtedness, and to secure the same by pledge or mortgage of the whole or any part of the property of this corporation.

E. To receive and administer funds for philanthropic, educational and charitable purposes exclusively within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 as amended and to that end to take and hold by bequest, devise, gifts, grant, purchase, lease or otherwise any property, real, personal, tangible, or intangible, or any undivided interest therein, without limitation as to amount or value; to sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as, in the judgment of the directors, will best promote the purposes of the corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the by-laws of this corporation, or any laws applicable thereto.

F. If determined to be a private foundation as defined by Section 509(a) of the Internal Revenue Code of 1954, in the conduct of its affairs, the corporation shall:

1. 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 of 1954, or corresponding provisions of any subsequent federal tax laws.

Fax Audit No: 119500000529

2. Not engage in any act of self-dealing as proscribed by Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

3. Not retain any excess business holdings as proscribed by Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

4. Not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

5. Not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

6. Not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

ARTICLE III.

The members of the corporation shall be the subscribers to these Articles, the Directors named in Article VIII hereof, and such other persons who may be approved for membership by the Board in such manner as may be prescribed by the By-Laws of this corporation.

ARTICLE IV.

This corporation shall have perpetual existence unless

Fax Audit No: 119500008525

sooner dissolved according to law.

ARTICLE V.

The highest amount of indebtedness shall never be greater than Ten Thousand Dollars (\$10,000.00).

ARTICLE VI.

The names and addresses of the subscribers hereto are as follows:

ROCCO F. DeGIORGIO	9216 Hillburn Terrace P. O. Box 86 Englewood, Florida 34295-0086
BRUCE S. POMEROY	6239 Berkley Street Englewood, Florida 34224
LAURENCE H. O'CONNELL	10309 Willig Avenue Englewood, Florida 34224

ARTICLE VII.

The officers of the corporation shall be a Chairman of the Board, a President, such number of Vice Presidents, a Secretary, a Treasurer, and such other officers as may be provided in the By-Laws.

The names of the persons who shall serve as officers of the corporation until the first election of officers are as follows:

PRESIDENT:	ROCCO F. DeGIORGIO
VICE-PRESIDENT:	BRUCE S. POMEROY
SECRETARY:	LAURENCE H. O'CONNELL
TREASURER:	LAURENCE H. O'CONNELL

The officers shall be elected as provided in the By-Laws.
The officers shall receive such compensation for their services and

Fax Audit No.: H95000008529

reimbursement of expenses as the Board of Directors may from time to time determine.

ARTICLE VIII.

The business affairs of this corporation shall be managed by the Board of Directors and its elected officers. The Board of Directors shall consist of not less than three (3) members who shall be members of the corporation and shall hold office in accordance with the By-Laws. The directors shall be elected by a majority vote of the members entitled to vote present and participating at the annual meetings of the membership to be held as prescribed by the By-laws.

The names of the persons who are to serve as Directors until the first election of Directors are as follows:

ROCCO F. DeGIORGIO	9216 Hillburn Terrace P. O. Box 86 Englewood, Florida 34295-0086
BRUCE S. POMEROY	6239 Berkley Street Englewood, Florida 34224
LAURENCE H. O'CONNELL	10309 Willig Avenue Englewood, Florida 34224

The Directors shall receive such compensation for their services and reimbursement of expenses as the Board of Directors may from time to time determine.

ARTICLE IX.

The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Upon proper notice the By-Laws may be amended, altered or

Fax Audit No.: H95000008529

rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose upon at least thirty (30) days written notice.

ARTICLE X.

Upon proper notice, these Articles of Incorporation may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose upon at least thirty (30) days written notice.

ARTICLE XI.

No person, firm or corporation shall ever receive any dividends or profits from the undertakings of this corporation and upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the Federal Government, or to a State or local government, for a public purpose, and none of the assets will be distributed to any member, officer or director of this corporation.

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 publication or distribution or statements) any political campaign on behalf of any candidate for


Fax Audit No.: W95000008529


public office.


ARTICLE XII

The registered office and principal place of business of this corporation shall be 9216 Hillburn Terrace, Englewood, Florida 34224, and its mailing address will be the same, but it may move the principal office to any other address in Florida and have such other offices, agencies, and branches at such places throughout the world as may be determined by the Board of Directors. The name of the corporation's initial registered agent at such registered office address is Rocco F. DeGiorgio.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 28th day of July, A.D. 1995.

 (SEAL)
Rocco F. DeGiorgio

 (SEAL)
Bruce S. Pomeroy

 (SEAL)
Laurence H. O'Connell

STATE OF FLORIDA)
)
COUNTY OF SARASOTA)

I HEREBY CERTIFY that on this 28th day of July, 1995, personally came and appeared before me, the undersigned authority, ROCCO F. DeGIORGIO, BRUCE S. POMEROY and LAURENCE H. O'CONNELL, to me well known and well known to be the persons described in and who executed the above and foregoing Articles of

Fax Audit No.: H95000008529

Incorporation, and they acknowledged before me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year above written.

Gladye S. McVittie
Notary Public

My Commission Expires:



GLADYS S. McVITTIE
MY COMMISSION / COMMISSION EXPIRES
JUNE 22, 1988
FEDERAL TRUST COMPANY, INC.

Fax Audit No.: H95000008529

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That TAXPAYERS LEAGUE OF CHARLOTTE COUNTY, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Englewood, County of Charlotte, State of Florida has named ROCCO F. DeGIORGIO located at 9216 Hillburn Terrace, City of Englewood, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: *Rocco F. DeGiorgio*

Registered Agent

FILED
195 AUG 4 PM 4:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA