

Approved 3/2/96 by resolution

N9600001936

Transmittal Letter

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

000001750320
-03/20/96--01004--016
***131.25 ***131.25

Subject:

ASSOCIATION OF PHILANTHROPIC COUNSEL

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

____\$70.00 ____\$78.75 ____\$122.50 X \$131.25

From:

Nancy L. Brown Hancock
10035 83rd Way North
Largo, Florida 34647
(813) 398-5997

FILED
96 APR 11 AM 6:55
TALLAHASSEE, FLORIDA

3/25/96

DB



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 25, 1996

NANCY L. BROWN HANCOCK
10035 83RD WAY NORTH
LARGO, FL 34647

SUBJECT: ASSOCIATION OF PHILANTHROPIC COUNSEL INC.
Ref. Number: W96000006371

We have received your document for ASSOCIATION OF PHILANTHROPIC COUNSEL INC. and check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 896A00013508

Nancy L. Brown

Organization Marketing and Management

April 3, 1996

Florida Department of State
Ms. Terri Buckley
Corporate Specialist
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Letter # 896A00013508
Association of Philanthropic Counsel, Inc.

Dear Ms. Buckley,

Attached are the corrections you requested in your letter dated March 25, 1996.

Should you require any further changes, please write or call me at (813) 398-5997.

Thank you for your assistance.

Sincerely,



Nancy L. Brown
Registered Agent

Approved 3/2/96 by resolution

ARTICLES OF INCORPORATION

of

ASSOCIATION OF PHILANTHROPIC COUNSEL, INC.

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation shall be:

ASSOCIATION OF PHILANTHROPIC COUNSEL, INC.

ARTICLE II

The initial principal place of business and mailing address of this corporation shall be: 10035 83rd Way N. Largo, Florida 34647, the same as the principal registered agent.

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96 APR 11 AM 6:56
TALLAHASSEE, FLORIDA

ARTICLE III

The specific purposes for which the corporation is organized are: to 1) improve the business climate for non-profit consulting services, 2) to educate potential users of not-for-profit fund raising and consulting services, 3) to have and to exercise all powers conferred by the Laws of Florida upon corporations not for profit formed under Florida Statute 617, and any acts amendatory thereto, 4) to do all other acts to the same extent as any natural person might and can do, and 5) to engage in all other activities as may be of mutual benefit to the members of the corporation; provided, however, the corporation shall be exclusively organized and operated for one of the purposes set forth in Section 501(c)6 of the Internal Revenue Code.

ARTICLE IV

Directors shall serve voluntarily and shall be elected by the membership. Terms of office, number and the manner of their election shall be regulated by the by-laws of the corporation.

Membership criteria and requirements shall be specified in the by-laws.

ARTICLE V

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes, except as stated in these Articles.

Approved 3/2/96 by resolution

ARTICLE VI

The street address and city of the initial registered agent is 10035 83rd Way North, Largo, Florida 34647, and the name of its initial registered agent at such address is NANCY L. BROWN HANCOCK.

ARTICLE VII

The names and street addresses of the incorporators for these articles of incorporation are:

CLOVER B. APELIAN	1699 S. Federal Hwy.#3A Boca Raton,Florida3343
NANCY L. BROWN HANCOCK	10035 83rd Way North Largo, Florida 34647
JAMES A. DONOVAN	3978 Lake Mira Drive Orlando, Florida 32817
ROBERT B. KOVACEVICH	2909 Red Bug Lake Road Casselberry, Florida 32707
JOHN R. MERCIER	5053 Ocean Blvd., Suite 58 Siesta Key, Florida 34242
JAMES D. YUNKER	8074 Beechmont Avenue Cincinnati, Ohio 45255

The incorporators will form the initial board of the corporation and will serve until their successors are duly elected.

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CLERK OF DISTRICT COURT

ARTICLE VIII

This corporation shall not issue stock.


These articles may be changed by a 2/3 (two-thirds) vote of board members present at a meeting called for such purpose according to the procedures outlined in Robert's Rules of Order.

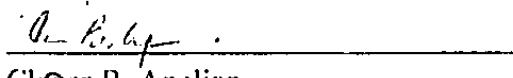
ARTICLE IX

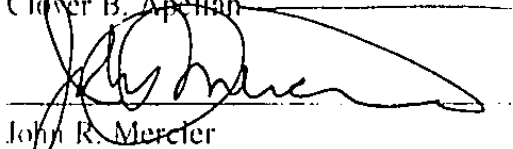
In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations described in Sections 501(c)6, 501(c)(3) or returned to members, as determined by resolution of a majority of directors at a meeting called for that purpose.

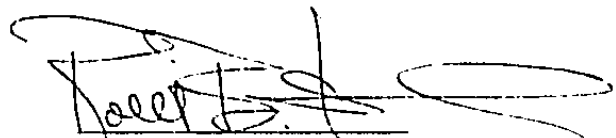
The undersigned incorporator has executed these Articles of Incorporation of on this 2 day of March 1996.

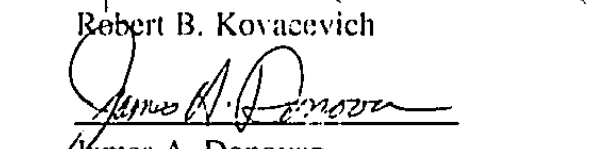
Signature of Incorporators:


Nancy L. Brown Hancock


Clover B. Apelian


John R. Mercier


Robert B. Kovacevich


James A. Donovan

Approved 3/2/96 by resolution

**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:

ASSOCIATION OF PHILANTHROPIC COUNSEL, INC.

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

**Nancy L. Brown Hancock
10035 83rd Way North
Largo, Florida 34647**

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.



Signature
Nancy L. Brown Hancock

3/2/96

Date

N960000001936



POST OFFICE BOX 5215, LARGO, FL 34649

700002029817--3
-12/16/96--01030--016
*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

FILED
96 DEC 16 PM 3:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Amend

VS DEC 27 1996

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
96 DEC 16 PM 3:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ASSOCIATION OF PHILANTHROPIC COUNSEL, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

ARTICLE IX

Restated to be the following:

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations described in Sections 501(c)6, 501(c)3 as determined by the resolution of a majority of directors at a meeting called for that purpose.

SECOND: The date of adoption of the amendment(s) was: November 16, 1996

THIRD: Adoption of Amendment (CHECK ONE)

- ☐ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

Association of Philanthropic Counsel Inc.

Association of Philanthropic Counsel, Inc.



Signature of Chairman, Vice Chairman, President or other officer

Nancy L. Brown Hancock

Typed or printed name

Secretary of the Board

December 13, 1996

Title

Date