

196000003848

CRARY, BUCHANAN, BOWDISH, BOVIE, LORD, ROBY & EVANS

CHARTERED

ATTORNEYS AT LAW

EVANS CRARY (1905-1968)
EVANS CRARY, JR.
WILLIAM F. CRARY
LARRY E. BUCHANAN
JAMES L. S. BOWDISH
GEORGE F. BOVIE, III
LAWRENCE EVANS CRARY III
WILLIAM P. CRARY II
ROBERT L. LORD, JR.
WILLIAM L. ROBY
M. LEVERING EVANS

R. MICHAEL CRARY
LEIGH A. WILLIAMS
STEVEN D. BERES*
JOSEPH NIGRON, JR.
JEFFREY F. THOMAS**
CHARLES K. WILLOUGHBY

REPLY TO:

*BOARD CERTIFIED IN WILL
TRUSTS & ESTATES LAW
**BOARD CERTIFIED IN
FAMILY & MARITAL LAW

9000001899399
-07/19/96--01044--007
****122.50 ****122.50

July 18, 1996

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

Re: SOCIETY OF ST. VINCENT de PAUL DISTRICT COUNCIL OF THE TREASURE
COAST, INC.

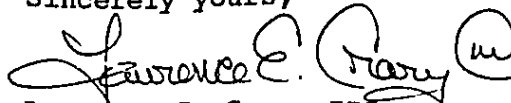
Gentlemen:

Enclosed please find the original and one copy of corporate
Charter for the above-captioned corporation. Also enclosed is our
firm's check in the amount of \$122.50 covering the following:

Filing Fee	35.00
Resident Agent	35.00
Certified Copy	52.50
Total	\$122.50

After this corporation has been approved and filed by your
office, we will appreciate it if you will forward to us a certified
copy of the Charter. The Certificate of Registered Agent is also
enclosed. Thank you in advance.

Sincerely yours,


Lawrence E. Crary III

Enclosures

LECIII/jsg

FILED
96 JUL 19 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
96 JUL 19 AM 10:30
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SOCIETY OF ST. VINCENT de PAUL
DISTRICT COUNCIL OF THE TREASURE COAST, INC.

THE UNDERSIGNED hereby associate themselves for the purpose of forming a corporation not-for-profit under and pursuant to Chapter 617, Florida Statutes and do certify as follows:

ARTICLE I
NAME

The name of this corporation is SOCIETY OF ST. VINCENT de PAUL DISTRICT COUNCIL OF THE TREASURE COAST, INC. The corporation is referred to in these Articles of Incorporation as the "Corporation".

ARTICLE II
DEFINITIONS

All terms used herein are to have the same meaning as said terms have in the By-Laws of the Corporation and any amendments thereto, subject to definitions set forth in Florida law.

ARTICLE III
PRINCIPAL OFFICE AND AGENT

The principal place of business of the Corporation is 5480 85th Street, Vero Beach, Florida 32967-5544. The initial registered office of the Corporation is: 555 Colorado Avenue, Stuart, Florida 34994. The registered agent of the Corporation at that address is: Lawrence E. Crary III.

ARTICLE IV
OBJECTS, PURPOSES AND POWERS

Section 1. This Corporation is a corporation not for profit organized for non-profit purposes and activities and no part of its net earnings shall inure to the benefit of any private shareholder or member of the Corporation.

Section 2. The objects and purposes for which this Corporation is organized are as follows:

a. To serve as a District Council under the rules and bylaws of the National Council of the Society of St. Vincent de Paul (USA).

b. To unite and serve all Conferences of the Society of St. Vincent de Paul of the Diocese of Palm Beach in the Counties of Martin, St. Lucie, Okeechobee, Indian River and Brevard in the State of Florida (the "Conferences").

c. To promote, organize and direct projects which cannot be handled by individual Conferences.

ARTICLE V MEMBERS

Section 1. The Members of this Corporation shall consist of the Presidents of the Aggregated Conferences, the duly appointed officers of the Corporation and the Immediate Past president of the Corporation.

Section 2. Membership of this Corporation cannot be assigned, hypothecated or transferred in any manner.

ARTICLE VI TERM

This Corporation shall exist perpetually.

ARTICLE VII BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed by a Board of Directors consisting of not less than three (3) Directors. The first Board of Directors shall consist of eight (8) members. The Board of Directors shall be the Presidents of the Conferences and the duly appointed officers of the Corporation as appointed under the By-Laws of the Corporation. The names and addresses of the first Board of Directors who shall hold office until the first annual meeting and thereafter until their successors are elected and have qualified, are as follows:

<u>Name:</u>	<u>Address:</u>
Paul R. Wolff	8085 133rd St. Roseland, FL 32957-0187
Stanley Edwards	1745 14th Avenue Vero Beach, FL 32960
Robert E. Haefner	114 Landover Drive Sebastian, FL 32958

James J. Flick

526 Balboa Street
Sebastian, FL 32958

Paul Brabenec

105 SE Harbor Way
Hobe Sound, FL 33455

Don Barber

4673 Corkwood Terrace
Stuart, FL 34997

ARTICLE VIII
OFFICERS

The officers of the Corporation shall consist of a President, a Vice President, a Secretary and a Treasurer. The President shall be elected by the Board of Directors of the Corporation and the other officers of the Corporation shall be appointed by the President, after consultation with the members. Officers shall be members of the Board of Directors. The initial officers are:

Paul R. Wolff	President
Stanley Edwards	Vice-President
Robert E. Haefner	Secretary
James J. Flick	Treasurer

ARTICLE IX
INDEMNIFICATION

Every Director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees reasonably incurred by or imposed by him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or officer of the Corporation, or any settlement thereof, whether or not he is a Director or officer at the time such expenses are incurred, except in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Corporation.

The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

ARTICLE X
DISPOSITION OF ASSETS UPON DISSOLUTION

No member, Director or officer of the Corporation or other private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation. Upon dissolution of the Corporation, the assets of the Corporation shall be granted, conveyed and assigned to an appropriate public body, agency or agencies, or any one of them or to any one or more non-profit corporations, associations, trusts or other organizations to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Corporation.

ARTICLE XI
AMENDMENT OF ARTICLES

These Articles may be amended by an affirmative vote of two-thirds (2/3) of the Members of the Corporation entitled to vote.

ARTICLE XII
BY-LAWS

The Corporation shall adopt By-Laws governing the conduct of the affairs of the Corporation. The By-Laws shall be altered, amended, or rescinded as provided in the By-Laws by the affirmative vote of two-thirds (2/3) of the Members of the Corporation present at any annual or special meeting of the Members.

ARTICLE XIII
INCORPORATOR

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

Lawrence E. Crary III

555 Colorado Avenue
Stuart, FL 34994

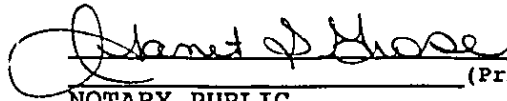
IN WITNESS WHEREOF, the incorporator has hereunto set his hand and caused these Articles of Incorporation to be executed this 17TH day of July, 1996.


Lawrence E. Crary III

STATE OF FLORIDA

COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 18th day of July, 1996 by Lawrence E. Crary III, (PLEASE CHECK ONE OF THE FOLLOWING) ☒ who is personally known to me or ☐ who has produced _____ (TYPE OF IDENTIFICATION) as identification and who (PLEASE CHECK ONE OF THE FOLLOWING) ☐ did or ☒ did not take an oath. He subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.



(Print Name)
NOTARY PUBLIC
My Commission Expires:

(SEAL)



JANET S. GROSE
MY COMMISSION # CC296066 EXPIRES
July 17, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated on the above Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Florida Law relative to keeping open said office.


Lawrence E. Crary III
REGISTERED AGENT

FILED
96 JUL 19 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA