

19600005741

11.7.96

DEAR BETH -

THANK YOU VERY MUCH
FOR YOUR HELP AND PROMPT ATTENTION
TO THIS FILING - PLEASE FIND
ENCLOSED A CHECK FOR 15.50 TO
HAVE THE FORMS RETURNED VIA FEDERAL EXPRESS
AND SEND IT TO OUR AGENT FOR SERVICE
RON CARSON 14 SOUX LANE LANTANA FL 33462

WE GREATLY APPRECIATE YOUR
PROMPT HANDLING OF THIS -

SINCERELY

David M. Mitchell

500002002835--8
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****122.50 ****122.50

FILED
56 NOV -8 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 7th, 1996

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

FILED
65 NOV -8 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Delray Central House Group, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with a check in the amount of \$122.50.

This represents the cost of the filing fees, certified Copy of the Articles of Incorporation and fee for Resident Agent Designation for the above named corporation.

Very truly yours,



Ron Carson

Agent for:
Delray Central House Group, Inc.
Mailing Address:
14 Sioux Lane
Lantana, Florida 33462

ARTICLES OF INCORPORATION

OF

Delray Central House Group, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States - desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida.

ARTICLE I

The name of this corporation shall be : Delray Central House Group, Inc.

ARTICLE II

The place in this state where the principal office of the Corporation is to be located is: 276 North 5th Avenue, Federal Highway South, American Legion Building, Delray Beach, Palm Beach County, Florida.

ARTICLE III

Said corporation is organized exclusively for Recovery from Alcoholism purposes, to provide space, facilities, and administrative function for the Delray Central House Group of Alcohol Anonymous. The corporation shall support the Twelve Traditions of Alcoholics Anonymous and it and all its property shall be subject to laws, usage's, and appointments of these Twelve Traditions and the applicable laws that govern exempt non-profit organizations under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future tax code.

2. The corporation shall have the power to acquire and hold title in fee simple, in trust, or otherwise, to personal property, and to improve, incumber, sell convey and dispose of all such property

3. The corporation shall have the power to lease, modify, and maintain a building for purposes consistent with those required in the activities of an active group of Alcoholics Anonymous.

4. If, for any reason, the corporation shall cease to exist as a legal entity and its charter shall expire or be terminated, the title to all its property, shall be vested in the trustees of Alcoholics Anonymous

ARTICLE IV

The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Ron Carson	14 Sioux Lane, Lantana , Florida, 33462
David Mitchell	4493 N. Ocean Blvd, Delray Beach, Florida, 33483
Steve Tabour	276 N.E. 6th Avenue, Delray Beach, Florida
Frank von der Lancken	15074 Witney Rd. 101C, Delray Beach, Fl 33484
Joan Frere	214 N.E. 10th St, Delray Beach, Fl., 33444

ARTICLE V

The officers of the corporation shall be a Chairman, Vice Chairman, Secretary, Treasurer, Finance Committee Chairman.

Ron Carson	Chairman
Steve Tabour	Treasurer

Frank von der Lancken Vice Chairman

Joan Frere Secretary

David Mitchell Finance Committee Chairman

Directors will be elected in conformance with Article VII, 2. of the By Laws

ARTICLE VI

Board of Directors

The names and addresses of the persons who are to serve as the Board of Directors until the first election are as follows: The Board of Directors will be those elected by the membership of the Central House Group, as group officers, for that election period.

Ron Carson	14 Sioux Lane, Lantana , Florida, 33462
Joan Frere	214 N.E. 10th Street, Delray Beach, 33444
Steve Tabour	276 N.E. 6th Avenue, Delray Beach, Florida
Frank von der Lancken	6870 Okeechobee Blvd, West Palm Beach, Fl., 33411

ARTICLE VII

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VIII

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 the

corresponding section of any future federal tax code. This distribution will be made in favor of Alcoholics Anonymous at the local Palm Beach County Level.

ARTICLE IX

Qualification of Corporate Officers and Directors

The Officers and Directors of the corporation shall be sober members of Alcoholics Anonymous and have been Alcohol free for a minimum of two years before the date of the election meeting.

Corporate Existence

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE XI

Indebtedness

The highest amount of indebtedness or liability to which this corporation may at any time subject itself shall not exceed one month's operating expense and the amount pledged in the execution of leases for meeting space.

ARTICLE XII

Amendment of the Articles of Incorporation

The Articles of Incorporation may be amended by Membership at any meeting called for that purpose provided the Amendment is approved by the members of the board at a special meeting called for the purpose of considering amending the Articles of Incorporation, or at a special meeting called for the purpose of considering amending the Articles of Incorporation, and providing that the Amendment is filed with the Secretary of State.

ARTICLE XIII

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TALLAHASSEE, FLORIDA

Indemnification of Officers and Directors

Each and every officer and director of the corporation shall be indemnified by the corporation against all costs, expenses, and liabilities, including legal fees reasonable incurred by or imposed on such officer or director in connection with any claim, demand or proceeding to which such officer or director may become involved by reason of their being or having been an officer or director of this corporation whether or not such person is an officer or director at the time such expenses are incurred, provided however, if such officer or director is adjudged guilty of willful misfeasance or willful malfeasance in the performance of the duties of such officer or director, the corporation shall not indemnify any claim or proceeding, the indemnification herein provided shall be applicable only when settled and shall determine that such indemnification shall be in the best interest of the officer or director and the corporation. The corporation may purchase such insurance policies as the Board of Directors of the Corporation shall deem appropriate to provide such indemnification. The foregoing right on indemnification shall be in addition to, but not exclusive of, any and all other rights to which such officer or director may be entitled.

ARTICLE XIV

Resident Agent

The resident agent of the corporation to accept service of process in this state and who shall serve until replaced by the Board of Directors of the corporation shall be:

Ron Carson

14 Sioux Lane
Lantana, Florida 33462

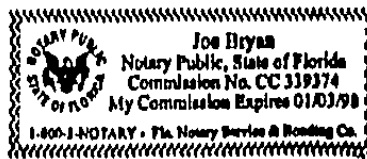
I accept the duties and responsibilities as registered agent for said corporation.

Ron Carson

Ron Carson

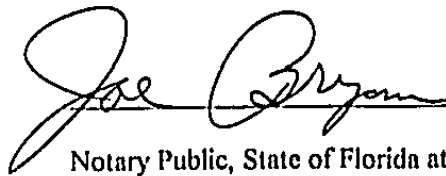
STATE OF FLORIDA)

COUNTY OF PALM BEACH)



Before me, the undersigned authority, personally appeared Ron Carson, to me well known and known to me to be the individual described in and who executed the foregoing Certificate of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at elray Beach, County of Palm Beach, Florida, on this 6 day of November A. D. 1995

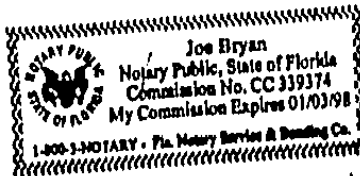

Notary Public, State of Florida at Large

(SEAL)

□


STATE OF FLORIDA

COUNTY OF PALM BEACH



Before me, the undersigned authority, personally appeared Ron Carson, Steve Tabour, Frank von der Lancken, David Mitchell, Joan Frere known by me to be the individuals described in and who executed the foregoing Certificate of Incorporation, and they acknowledged before me that they executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Delray Beach, County of Palm Beach, Florida, on this 6 day of November A.D., 1996.



Notary Public, State of Florida at Large

(SEAL)

FILED

96 NOV -8 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Frank von der Lancken

FRANK VON DER LANCKEN (SEAL)

Steven J. Tabor

STEVEN J. TABOR (SEAL)

Ronald R. Carlson

RONALD R. CARLSON (SEAL)

David M. Mitchell

DAVID M. MITCHELL (SEAL)

Juan Freere

JOAN FREERE (SEAL)

(SEAL)