

N96-000006508

TRANSMITTAL LETTER

FILED

96 DEC 20 AM 10:17

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: The Florida Lions Charitable Trust, Inc.

(Proposed corporate name - must include suffix)

700002022047--4
-12/06/96--01047--007
*****78.75 *****78.75

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

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM:

William E. Ringelstein

Name (Printed or typed)

2323 St. David Is. Ct.

Address

Punta Gorda, FL 33950

City, State & Zip

(941) 637-9979

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 12, 1996

WILLIAM E. RINGELSTEIN
2323 ST DAVID IS. CT
PUNTA GORDA, FL 33950

SUBJECT: THE FLORIDA LIONS CHARITABLE TRUST, INC.
Ref. Number: W96000026123

We have received your document for THE FLORIDA LIONS CHARITABLE TRUST, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 496A00055606

William E. Ringelstein
DOCUMENT PREPARATION SERVICE, INC
2323 St. David Island Court
Punta Gorda, FL 33950
(941) 637-9979

November 7, 1996

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Sirs:

Attached you will find Articles of Incorporation (original + 1 copy), check #605 in the amount of \$ 78.75, Certificate of Registered Agent/Registered Office and Transmittal Letter pursuant to filing nonprofit Articles of Incorporation for the Florida Lions Charitable Trust, Inc.

Please send the Certificate of Incorporation and address any correspondence directly to me at the above address; I am acting on behalf of the applicant.

Thank you.

Sincerely,


William E. Ringelstein
DOCUMENT PREPARATION SERVICE

William E. Ringelstein
DOCUMENT PREPARATION SERVICE
2323 St. David Island Court
Punta Gorda, FL 33950
(941) 637-9979

December 17, 1996

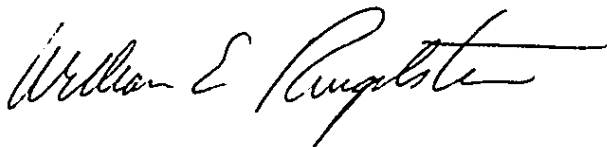
Division of Corporations
Attn: Pamela Hall
PO Box 6327
Tallahassee, FL 32314

Dear Pamela:

Thank you for your help in filing our Articles of Incorporation
for The Florida Lions Charitable Trust, Inc.

Attached are corrected copies of those articles.

Sincerely,

A handwritten signature in cursive script, reading "William E. Ringelstein". The signature is fluid and extends to the right with a long horizontal stroke.

Approved by Council, November 4, 1994

ARTICLES OF INCORPORATION
OF THE
THE FLORIDA LIONS CHARITABLE TRUST, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida applicable to corporations not for profit, under the following proposed charter:

ARTICLE I
NAME AND LOCATION

- Section 1 The name of this corporation shall be the Florida Lions Charitable Trust, Inc.
, hereinafter called the Corporation.
- Section 2 The principal office of the Corporation shall be located at the offices of the Lions of Florida, MD-35, Inc.
presently located at 6115 Lake Ellenor Drive, Orlando, Florida 32809.
- Section 3 The principal office may be relocated or branch offices established elsewhere to conduct the business of the Corporation as the Board of Trustees may determine necessary for the best interests of the Corporation.

ARTICLE II
MISSION AND OBJECTIVES

- Section 1 The mission of the Corporation is to:
- (a) build a bridge of cooperation and coordination between all segments of the Florida Lions' charitable fundraising activities,
 - (b) develop and cultivate additional sources of funding for charitable purposes outside of Lionism which may be available but not being actively sought by other Florida Lions entities, and
 - (c) develop strategies which will substantially increase the total charitable fundraising activities of the Lions of Florida.
- Section 2 The objectives of the Corporation are as follows:
- (a) Without limit as to amount, to solicit and accept gifts, grants, bequests, or by other legal means, money or property from private or governmental sources,
 - (b) To concentrate fundraising efforts towards large corporate grants, governmental grants, and grants or contributions from philanthropic organizations.
 - (c) To aggressively seek other financial sources such as bequests from wills, gifts from individuals and sources not directly associated with Lionism, but under no circumstance will the Corporation solicit funds from Multiple District 35 Lions Clubs or specific charitable funding sources used by them,
 - (d) To issue grants, as needed, to the Florida Lions Outreach programs so as to assist them in carrying out their charitable objectives more effectively,
 - (e) To assist in funding non-sight related medical assistance and other humanitarian projects of the Florida Lions Clubs, or other Florida Lions organizations, to the extent that other funding sources are not available.

ARTICLE III
TERM

- Section 1 This Corporation shall remain in existence until terminated by a two-thirds vote of its Board of Trustees.

Approved by Council, November 4, 1994

ARTICLE IV SUBSCRIBERS

Section 1 The names and addresses of the subscribers are as follows:

<u>Names</u>	<u>Addresses</u>
<u>Robert Moser</u>	<u>PO Box 372462, Satellite Beach, FL 32937</u>
<u>N.J. Dee D'Oria</u>	<u>617 SE 43 Ave., Ocala, FL 32671</u>
<u>Robert Lastinger</u>	<u>526 Avacado Cir., Brandon, FL 33510</u>

Section 2 All of the subscribers of this Corporation are of full age, and all are residents and citizens of the State of Florida and of the United States of America.

ARTICLE V MEMBERSHIP

Section 1 Membership shall consist of all active Lions Clubs in good standing within the Lions of Florida and Grand Bahama Island, Lions Multiple District 35.

Section 2 The Board of Trustees may elect as members any individual, partnership or other corporate body upon approval of a majority vote of the Trustees present at a regular meeting of the Board. Such membership may only be conferred upon persons or institutions prominent in the field of work for which this Corporation was organized, or to persons or institutions who, or which, have made substantial contributions of money or services to the work of this Corporation. In no case will the membership of this Corporation be composed of more than 25% of non-Lion members.

ARTICLE VI HONORARY MEMBERSHIP

Section 1 By a majority vote of the Board of Trustees, honorary membership may be bestowed on any persons or corporations which shall have given of their time and/or resources in the aid of the objectives of this Corporation.

ARTICLE VII BOARD OF TRUSTEES

Section 1 The affairs and business of the Corporation shall be managed by a Board of Trustees comprised of:

- (a) The principal Lion officer of each of the MD-35 Lions Outreach programs (presently seven), or his/her designee.
- (b) Two members from each of the seven (7) MD-35 Lions sub-districts, elected by their sub-districts to two year terms; except that initially one will be elected to a one year term and one will be elected to a two year term. Each year thereafter, a two year director will be elected to replace the one year director.
- (c) The Chairman of the Council of Governors, or his designee.
- (d) A maximum of five (5) non-Lions elected by a majority vote of the Board of Trustees from non-Lion members previously approved.

Approved by Council, November 4, 1994

ARTICLE VIII EXECUTIVE BOARD/OFFICERS

- Section 1 From the Board of Trustees, there shall be elected a President, 1st Vice President, 2nd Vice President, Secretary and Treasurer. These elected officers, together with the Immediate Past President of the Corporation and the Chairman of the Council of Governors, shall comprise the Executive Board of the Corporation, each having one vote. The Executive Board shall never consist of more than three (3) non-Lions.
- Section 2 The officers shall be elected by the Board of Trustees of the Corporation at its annual membership meeting and shall serve for a term of one year each corresponding with the fiscal year of the Corporation, along with the Immediate Past President.
- Section 3 All legal instruments of the Corporation shall be signed by the President or a Vice President, sealed with the Corporate Seal, and attested to by the Secretary, or in such manner as may be authorized by law.
- Section 4 The Treasurer shall report his receipts, disbursements and balances to the Board of Trustees at each of its quarterly meetings and at such other times whenever requested by the Board of Trustees to do so.

ARTICLE IX ADVISORY COUNCIL

- Section 1 The Advisory Council of the Corporation shall consist of:
- (a) The Chairman of the Council of Governors.
 - (b) The seven (7) incumbent MD-35 District Governors.
 - (c) All past and incumbent International Directors from MD-35, and
 - (d) All past Presidents of this Corporation.

ARTICLE X FIRST OFFICERS

- Section 1 The names and address of the officers who are to manage the affairs of the Corporation until its first election, are as follows:

<u>Name</u>	<u>Address</u>	<u>Title</u>
William Rook	414 Magnolia St	President
Lyonal Lindsey	Milton, FL 32570 PO Box 6814 Lakeland, FL 33807	Secretary
William E. Ringelstein	2323 St David Ct Punta Gorda, FL 33950	Assistant Sec'y.
_____	_____	_____
_____	_____	_____

ARTICLE XI AMENDMENTS TO THE ARTICLES OF INCORPORATION

- Section 1 The Articles of Incorporation may be amended by an affirmative vote of two-thirds of the Trustees present at any regular meeting of the Board of Trustees, provided that notice of such proposed amendments has been given at a

Approved by Council, November 4, 1994

previous meeting of the Board of Trustees and a copy of the proposed amendments sent to each Trustee at least twenty (20) days prior to the meeting at which the amendments are to be considered.

ARTICLE XII BY-LAWS

Section 1 The Board of Trustees shall have the power to make and adopt and from time to time amend the By-Laws, rules, regulations and procedures, or any of the foregoing; regulate the admission, suspension or expulsion of its members, and the number, election and duties of its officers, the safekeeping of its property, and the management of its affairs.

ARTICLE XIII SEAL

Section 1 The Corporation shall have a Corporate Seal.

ARTICLE XIV SPECIAL PROVISIONS

Section 1 Each Trustee or Officer, or former Trustee or Officer of the Corporation, or any person who shall serve or may have served at its request as a Trustee or an Officer of another corporation in which it owns shares of capital stock, or of which it is a creditor, shall be indemnified by the Corporation against expenses actually or necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of his having been a Trustee or an Officer or a Trustee or an Officer of the Corporation, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of his duties as such Trustee or Officer.

ARTICLE XV DISSOLUTION

Section 1 This Corporation is a "Not for Profit" Corporation under the laws of the State of Florida.

Section 2 No Lions Club, individual, firm, or corporation shall ever receive dividends or profits from the undertakings of the Corporation.

Section 3 In the event of the dissolution of the Corporation, all of its remaining assets, after payment of all debts and liabilities, shall be distributed to organizations which have qualified for exemption under the provisions of Section 501(c)(3) of the Internal Revenue Code of the Federal Government.

Section 4 Preferably, in the event of dissolution, all remaining assets shall go to the Florida Lions Foundation for the Blind, Inc. or another Florida Lions "Not for Profit" corporation or corporations. Trust funds of the Corporation so transferred shall be done so only after a signed written agreement by the recipient Lions Corporation to the effect that it will continue using the income from such Trust for the purposes initially mandated by the donor or as provided for by these Articles of Incorporation.

Section 5 None of the assets of the Corporation shall be distributed among the Lions Clubs, individual officers, or trustees of the Corporation.

Approved by Council, November 4, 1994

WE DO HEREBY CERTIFY that the above and foregoing are the Articles of Incorporation of the Florida Lions Charitable Trust, as adopted by a two-thirds vote at a duly call meeting of its subscribers at JACKSONVILLE, FL on 8 day of November, 1996

IN TESTIMONY WHEREOF we, the undersigned, have set out hands and affixed our seal this 8th day of Nov, 1996

James A. West, President
Lyonal B. Lindsay, Secretary

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 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: The Florida Lions Charitable Trust, Inc.
(must include suffix)

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

Donald E. Scott

(Name)

6115 Lake Ellenor Drive

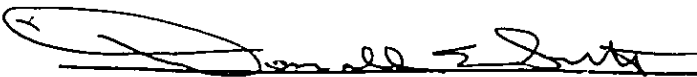
(Street address - P. O. Box not acceptable)

Orlando, FL 32809

(City/State/Zip)

FILED
96 DEC 20 AM 10:17
STATE
TALLAHASSEE, FLORIDA

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)

Nov 8, 1996
(Date)

Registered Agent filing fee \$35.00

William E. Ringelstein
DOCUMENT PREPARATION SERVICE, INC
2323 St. David Island Court
Punta Gorda, FL 33950
(941) 637-9979

May 19, 1997

N96000006508

Department of State
Division of Corporations
Amendment Section
PO Box 6327
Tallahassee, FL 32314

400002188024--6
-05/22/97--01057--009
*****52.50 *****52.50

Dear Sirs:

Attached you will find Amended Articles to Articles of Incorporation (original + 1 copy), check #2232 in the amount of \$ 52.50, and Transmittal Letter pursuant to filing Amended Articles for The Florida Lions Charitable Trust, Inc.

The original Articles were filed December 20, 1996 under Document number N96000006508.

Please send the Certificate of Incorporation and address any correspondence directly to me at the above address; I am acting on behalf of the applicant.

I appreciate your promptness as I am under a deadline from Internal Revenue Service regarding this filing.

Thank you.

200002199272--0
-06/03/97--01025--009
*****35.00 *****35.00

Sincerely,


William E. Ringelstein
DOCUMENT PREPARATION SERVICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY 22 1997

Amend
MAY 29 1997

William E. Ringelstein
DOCUMENT PREPARATION SERVICE
2323 St. David Island Court
Punta Gorda, FL 33950
(941) 637-9979

May 29, 1997

Division of Corporations
Amendment Section
Attn: Thelma Lewis
PO Box 6327
Tallahassee, FL 32314

Dear Ms. Lewis:

Thank you for your call today regarding the additional fee required for the certified copy of recently filed Amendment to Articles of Incorporation for the Florida Lions Charitable Trust, Inc.

Attached is my check for the additional \$ 35.00.

Sincerely,

A handwritten signature in cursive script, appearing to read "W. Ringelstein", with a long horizontal flourish extending to the right.

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

RECEIVED
9/11/97 22 PM 1:45

The Florida Lions Charitable Trust, 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.)

Added Section 3 to Article II as attached

SECOND: The date of adoption of the amendment(s) was: 5/19/97

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.

The Florida Lions Charitable Trust, Inc.

Corporation Name

William E. Ringelstein
Signature of Chairman, Vice Chairman, President or other officer

William E. Ringelstein

Typed or printed name

Secretary

May 20, 1997

Title

Date

Articles of Amendment
to
Articles of Incorporation
of

The Florida Lions Charitable Trust, Inc.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following Section 3, Article II, articles of amendment to its articles of incorporation.

ARTICLE II
MISSION AND OBJECTIVES

Section 3 The purposes of the Corporation are as follows:

(a) This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

(b) The specific purposes for which this corporation is organized are:

1. The purposes for which The Florida Lions Charitable Trust, Inc. is organized are exclusively charitable and educational within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
2. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.
3. 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 corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.
4. To solicit, collect and otherwise raise money to fund those aims and goals of The Florida Lions Charitable Trust, Inc. which are exclusively charitable and within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

(END)