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ACCOUNT NO. : 072100000032

REFERENCE : 646910 3378A

AUTHORIZATION :

COST LIMIT *Patricia Papp* \$ 122.50

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ORDER DATE : December 23, 1997

ORDER TIME : 10:30 AM

ORDER NO. : 646910-005

CUSTOMER NO: 3378A

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CUSTOMER: Chris Tranpani, Esq
BRINKLEY MCNERNEY MORGAN
SOLOMON & TATUM
Suite 1800
200 E. Las Olas Boulevard
Fort Lauderdale, FL 33301

DOMESTIC FILING

NAME: CHUCKERS FOR CHILDREN'S
CHARITIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: _____

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**ARTICLES OF INCORPORATION
OF
CHUCKERS FOR CHILDREN'S CHARITIES, INC.

A FLORIDA NOT-FOR-PROFIT CORPORATION**

**ARTICLE I
NAME**

The name of the Corporation is Chuckers for Children's Charities, Inc.

**ARTICLE II
DURATION**

The term of existence of the Corporation is perpetual, and the corporate existence will commence on the filing of these Articles by the Department of State.

**ARTICLE III
PURPOSE**

The Corporation is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals, as specified in §501(c)(3) of the Internal Revenue Code of 1986.

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any member, trustee, director, or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation), and no member, trustee, director, or officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

(b) No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code §501(h)), or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provisions of these articles of incorporation, the Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from Federal income tax under §501(c)(3) of the Internal Revenue Code of 1986 or (ii) by a corporation contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(d) In the event of the liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary or by operation of law, all of the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed to organizations which qualify as

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tax-exempt organizations under §501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE IV **DIRECTORS**

There shall be not less than three (3) members of the Board of Directors of the Corporation and not more than ten (10). Directors may be elected from time to time by the majority vote of Directors then serving.

The names and addresses of the persons who are to serve as Directors until the first election thereof, as appointed by the Incorporator, are as follows:

Bobby Genovese	2424 N. Federal Highway, Ste. 101 Boca Raton, Florida 33431
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Heather Acheson	2424 N. Federal Highway, Ste. 101 Boca Raton, Florida 33431
-----------------	--

Judy DiEdwardo	524 Eastwind Drive North Palm Beach, Florida 33408
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Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this Corporation authorize the Board to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE V **PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business and mailing address of the Corporation shall be at 2424 North Federal Hwy, #101, Boca Raton, Florida 33431.

ARTICLE VI **REGISTERED OFFICE AND AGENT**

The initial registered office of the Corporation shall be located at Brinkley, McNerney, Morgan, Solomon & Tatum, LLP, 200 East Las Olas Blvd., Ste. 1800, Fort Lauderdale, Florida 33301. The initial registered agent of the Corporation at that address shall be Christopher M. Trapani.

ARTICLE VII
MEMBERSHIP

Unless otherwise provided in the Corporation's Bylaws, the Corporation shall not have any members, and shall be considered a non-membership organization.

ARTICLE VIII
MEMBERSHIP CONTROL

The Corporation shall be governed by its Board of Directors; the Directors of which shall serve indefinitely, unless sooner removed by their own resignation or by the majority vote of a quorum of the Board of Directors. As such, any applicants elected to the membership of the Corporation pursuant to the Bylaws of the Corporation shall be without right or entitlement to vote on any corporate matter, whether or not such matter requires the vote of members or shareholders under Florida Statute Chapters 617 or 607. The Board of Directors may, however, delegate so much of its authority to officers of the Corporation, committees composed of members, if any, Directors, officers, or individuals, or any combination thereof, as it deems advisable to fulfill its tax exempt purposes.

ARTICLE IX
NONSTOCK CORPORATION

The Corporation shall be considered organized on a nonstock basis, and, therefore, certificates of shares of stock in the Corporation shall not be issued.

ARTICLE X
BYLAWS

The first Bylaws of the Corporation will be adopted by the Board of Directors named herein. Upon proper notice, the Bylaws may be amended, altered, or rescinded by the affirmative vote of fifty-one (51%) percent of the Board of Directors.

ARTICLE XI
AMENDMENTS

These articles of Incorporation may be amended at any meeting of the Board of Directors, by the affirmative vote of fifty-one (51%) percent of its members, at any regular meeting or at any special meeting called for that purpose, provided that such proposed amendments shall be plainly stated in the call for the meeting in which they are to be considered.

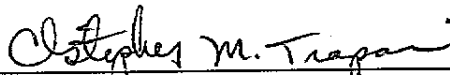
ARTICLE XII
INCORPORATOR

The name and residence address of the subscriber of these Articles of Incorporation is:

Christopher M. Trapani

200 East Las Olas Blvd., Suite 1800
Fort Lauderdale, Florida 33301

IN WITNESS WHEREOF, we have subscribed our names this 22nd day of December, 1997.



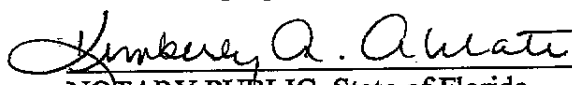
Christopher M. Trapani, Incorporator

STATE OF FLORIDA)
COUNTY OF BROWARD)

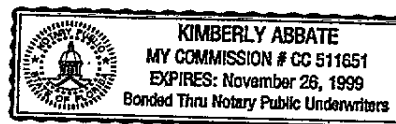
The foregoing instrument was acknowledged before me this 22nd day of December, 1997,
by Christopher M. Trapani, as Incorporator,

☒ who is personally known to me, or
☐ who has produced _____ as identification

and who [did/did not] take an oath, and who acknowledged before me that [he/she/they] executed
the same as [his/her/their] free and voluntary act for the uses and purposes therein set forth.



NOTARY PUBLIC, State of Florida
Seal:



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

In compliance with Sections 607.0501 and 617.0501 Florida Statutes, the following is submitted:

Chuckers for Children's Charities, Inc., a Florida Not-For-Profit Corporation, desiring to organize under the laws of the State of Florida, with its principal place of business at 2424 North Federal Hwy, #101, Boca Raton, Florida 33431, has named Christopher M. Trapani, located at 200 East Las Olas Blvd., Ste. 1800, Fort Lauderdale, Florida 33301, as its agent to accept service of process within Florida.

Date: 12-22-97

Christopher M. Trapani
Christopher M. Trapani, Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: 12-22-97

Christopher M. Trapani
Christopher M. Trapani, Registered Agent

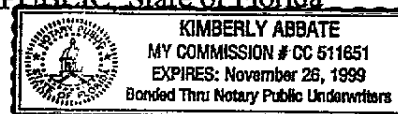
STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 22nd day of December, 1997, by Christopher M. Trapani,

☒ who is personally known to me, or
☐ who has produced _____ as identification,

and who [did/did not] take an oath, and who acknowledged before me that [he/she] executed the same as [his/her] free and voluntary act for the uses and purposes therein set forth.

Kimberly A. Abbate
NOTARY PUBLIC, State of Florida
Seal:



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