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Charter Number Only

12/19/97.

Requestor's Name

Address

City

State

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Phone

VALIDATION ONLY

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CORPORATION(S) NAME

Florida Alliance of Boys & Girls Clubs, Inc.



Empire Toll Free: 1-800-432-3028

FILED

97 DEC 31 AM 10:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Profit

☒ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☒ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name	
Availability	
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

Certified Copy

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97 DEC 22 AM 10:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 22, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: FLORIDA ALLIANCE OF BOYS & GIRLS CLUB, INC.
Ref. Number: W97000028402

We have received your document for FLORIDA ALLIANCE OF BOYS & GIRLS CLUB, INC.. However, the document has not been filed and is being returned for the following:

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the original and one copy of 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 (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 297A00059944

RECEIVED
97 DEC 31 AM 10:08
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
FLORIDA ALLIANCE OF BOYS & GIRLS CLUBS, INC.
A CORPORATION NOT FOR PROFIT

FILED
97 DEC 31 AM 10: 57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation not for profit under the laws of the State of Florida.

Article I: Name

The name of this corporation is: FLORIDA ALLIANCE OF BOYS & GIRLS CLUBS, INC.

Article II: Purposes of the Corporation

The purpose for which the Corporation is to be formed are exclusively charitable, and educational, namely:

To provide a mechanism for joint decisions, communication and exchange of ideas, and cooperative action among Boys & Girls Clubs in the state of Florida;

To develop and expand quality youth development throughout the state;

To promote public awareness of youth development and the problems youth face throughout the state;

To promote and strengthen Boys & Girls Clubs relationships with public and private agencies throughout the state;

To raise funds solely from the state of Florida and its agencies and political subdivisions to carryout the purposes of the corporation.

Article III: Members

The membership shall initially consist of the subscribers to these Articles of Incorporation and those persons named in these Articles as constituting the Board of

Directors. The Board of Directors may from time to time establish qualifications for membership and voting.

Article IV: Term of Existence

This Corporation is to have perpetual existence.

Article V: Subscribers

The names and residences of each person signing these Articles of Incorporation as subscribers are:

Mary T. O'Connor, 9828 Cross Pine Court, Lake Worth, FL 33467

Roxanne Spillet, 1280 Peachtree St., #813, NW, Atlanta, GA 30309

John R. Herring, 13433 Kingsbury Dr., Wellington, FL 33414

Anand Mehta, 8240 High Hampton Chase, Alpharetta, GA 30022

Article VI: Officers

The officers of the Corporation shall be: Honorary Chairperson, President, 1st Vice President, 2nd Vice President, Secretary, and Treasurer. Their duties shall be as specified in the by-laws of the Corporation, and they shall be elected as provided in the by-laws. The duties of Secretary and Treasurer may be performed by one person.

The names and residences of the officers who will serve until the first election thereof are as follows:

Roxanne Spillet 1280 Peachtree St., #813 NW, Atlanta, GA 30309	Honorary Chair
--	----------------

John R. Herring 13433 Kingsbury Dr. Wellington, FL 33414	President
--	-----------

Glenn Permuy 2742 Harper Woods Dr. Marietta, GA 30062	1 st Vice President
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Mary T. O'Connor
9828 Cross Pine Court
Lake Worth, FL 33467

Secretary and Treasurer

Article VII: Board of Directors

The affairs of the Corporation shall be managed by the Board of Directors, which shall consist of not less than six (6) members. The Board of Directors shall be the Board of Directors of the Corporation.

Members of the Board of Directors shall be elected or appointed as provided in the by-laws.

The names and street addresses of the persons who are to serve as the Board until the first election thereof are as follows:

Mary T. O'Connor, 9828 Cross Pine Court, Lake Worth, FL 33467 *ST*

Roxanne Spillett, 1280 Peachtree St., #813, NW, Atlanta, GA 30309 *AC*

John R. Herring, 13433 Kingsbury Dr., Wellington, FL 33414 *P*

Glenn Permuy, 2742 Harper Woods Dr., Marietta, GA 30062 *✓*

Anand Mehta, 8240 High Hampton Chase, Alpharetta, GA 30022

Kirk Dominick, 2451 Weatherstone Circle, Conyers, GA 30094

Article VIII: Amendments of By-Laws

The original by-laws shall be made by the Board of Directors. The same may thereafter be amended, altered, or rescinded by the Board of Directors as outlined in the by-laws.

Article IX: Amendments of Incorporation

These Articles of Incorporation may be amended, altered, or rescinded only upon two-thirds vote of the members of the Board of Directors voting on the question of amendment, alteration, or rescission. The procedure for amendment, alteration, or rescission shall be provided by the Board of Directors in the by-laws.

Article X: Powers

The powers of the Corporation shall be those granted under the laws of the State of Florida but shall not include those powers inconsistent or in conflict with these Articles.

No part of the net earnings of the Corporation shall inure to the benefit of, or be able to be distributed to, its members, directors, 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 II.

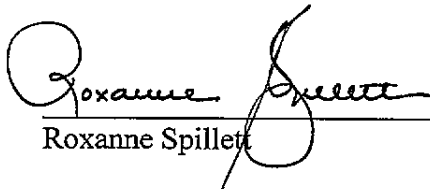
Notwithstanding any contrary provision of these Articles, the Corporation shall not engage in any activity which is not permitted to organizations qualifying for exemption under Section 501(c)(4) of the United States Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States internal revenue law. Upon dissolution, the net assets of the Corporation shall be distributed solely for purposes permitted to organizations described in Section 501(c)(4) of such Code, either directly, or by distribution to other organizations qualifying for exemption under Section 501(c)(4) of such Code.

Article XI Principal Office

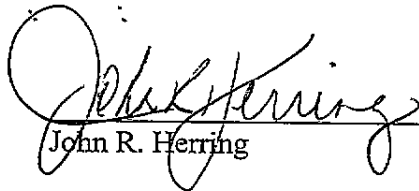
The principal office of the Corporation will be housed at the Boys & Girls Clubs of Palm Beach County, Inc., 800 Northpoint Parkway, Suite 204, West Palm Beach, FL 33407-1946. The office may be changed by the Board of Directors with proper notification to all members as well as the state of Florida Division of Corporations.

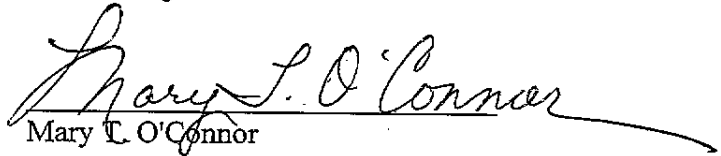
Article XII: Dissolution

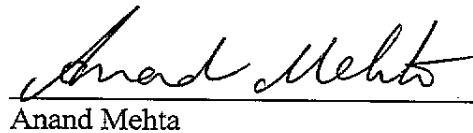
Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation by distributing them to Boys & Girls Clubs in the state of Florida or to Boys & Girls Clubs of America. Any such assets not so disposed shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located.



Roxanne Spillet


John R. Herring


Mary T. O'Connor


Anand Mehta

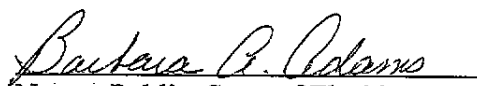
State of Florida)
)
)
County of Palm Beach)

I HEREBY CERTIFY that on this 17th day of December, 1997, before me, a notary public duly authorized to take acknowledgements in the State and County above, personally appeared Roxanne Spillett, John R. Herring, Mary T. O'Connor and Anand Mehta, to me known as the persons described as subscribers in and who executed the foregoing Articles of Incorporation for the Florida Association of Boys & Girls Clubs, Inc., a Corporation not for profit.

WITNESS my hand and official seal in the County and State named above this 17th day of December, 1997.



Barbara A. Adams
My Commission CC633631
Expires March 27 2001


Notary Public, State of Florida
At large

My commission expires: 3/27/2001

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

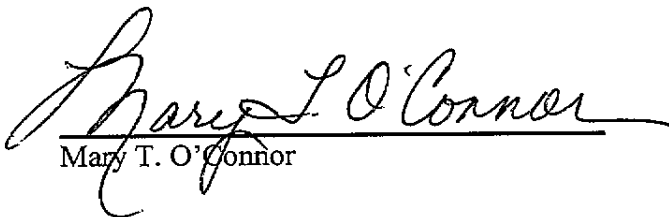
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97 DEC 31 AM 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted in compliance with said act:

That FLORIDA ALLIANCE OF BOYS & GIRLS CLUBS, INC., a corporation not for profit, desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation at the address of the corporation, has named Mary T. O'Connor as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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.


Mary T. O'Connor