

N98000001775

John Anthony
Requestor's Name

1030 West Olive Street
Address

Lakeland, FL 33815 (941) 682-0654
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Friends of Orlo Vista, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. BRANTLEY SLAUGHTER (407) 291-1555
(Corporation Name) (Document #)
7119 WEST LIVINGSTON ST.
4. ORLANDO, FL 32835
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time _____

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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98 MAR 27 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF Friends Of Orlo Vista, Inc.

We, the undersigned natural persons of age twenty-one (21) years or more, acting as incorporators of a corporation, not for profit, adopt the following Articles of Incorporation for such Corporation pursuant to Chapter, 617, of Title 34 of the Statutes of the State of Florida.

ARTICLE I

NAME

The name of the Corporation shall be Friends of Orlo Vista, Inc.

ARTICLE II

DURATION

The term of the Corporation shall be perpetual.

ARTICLE III

INITIAL REGISTERED OFFICE AND AGENT

The address of the Corporation's initial principal office is 309 North Normandale Street, Orlando, Florida 32835. The Board Of Directors may, from time to time, move the principal office to any other address in Florida, and may establish branch offices in such other places within or without the state of Florida as it may designate.

The registered agent of the Corporation is Brantley Slaughter, whose address is 7119 West Livingston Street, Orlando, Florida 32835.

ARTICLE IV

PURPOSES

The purpose for which the corporation is organized is exclusively for educational, charitable and scientific, that are described in Section 501(c) (3) of the Internal Revenue Code of 1986, including but not limited to the organization, maintenance and supervision of an office.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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- (1). To promote and facilitate charitable activities to improve the economic, public safety, recreational, educational and social welfare of the impoverished and economically disadvantaged communities of Orlo Vista, Pine Hills and surrounding areas of Orange County, Florida, and to foster the development of affordable housing.
- (2). To serve as a clearing house of information for community residents seeking employment, educational opportunities and economic development.
- (3). To research the conditions that inhibit desirable neighborhoods, affordable housing, economic development and employment in deteriorating communities.
- (4). To adopt and maintain the community historical cemetery.

In furtherance, but not in limitation of the forgoing purposes, the corporation shall have the power and authority;

- (1). To receive assistance, money (as grants or otherwise), real or personal property and any other form of contribution, gifts, bequest or devise from any person, firm or corporation to be utilized in the furtherance of the necessary, objects and purposes of this Corporation; to enter into agreements or contracts for contributions to the Corporation for its objects and purposes, provided however, that gifts shall be subject to acceptance by the Board of Directors as required by the by-laws.
- (2). To establish and office and employ such assistance and clerical force as may be necessary and proper in the judgment of the Board of Directors, and pay reasonable compensation for the services of such persons.
- (3). To distribute, in the manner, form and method, and by the means determined by the Board of Directors of the Corporation, any and all forms of contributions received by it in carrying out the programs of the Corporation in the furtherance of its stated purposes. Money and real or personal property contributed to the Corporation in the furtherance of these objects and purposes are and shall continue to be impressed with a trust for such purposes.
- (4). To purchase, acquire, own, hold, guarantee, sell, design, transfer, mortgage, pledge, loan or otherwise dispose of and deal in any bonds, securities, evidence of indebted or other personal property, as well as to purchase, acquire, own, hold,

sell, transfer, mortgage, or otherwise dispose of and deal in real estate; and, as the owner of any such real or personal property, to exercise all the rights, powers and privileges of ownership.

- (5). To do all acts and things requisite, necessary, proper and desirable to carry out and further the objects for which this Corporation is formed; and, in general, to have all the rights, privileges and immunities, and enjoy all the benefits for the laws of the State of Florida applicable to corporations of the character, including but not limited to the powers described in Section 617.0302 of the Florida Statutes.

All of the above and foregoing are to be construed both as objects and powers, and it is expressly provide that the specific objects and powers enumerated herein shall not be held to limit or restrict in any manner the general powers of the Corporation.

Each and all of the objects, purposes and powers of the Corporation, however, shall be exercised, construed and limited to their application to accomplish the purpose for which this Corporation is formed.

ARTICLE V

MEMBERS

The Corporation shall have voting members who shall have be qualified and admitted as voting members in the manner prescribed by the Bylaws of the Corporation.

ARTICLE VI

LIMITATION

Section 1. The Corporation shall not carry on propaganda or otherwise attempt in any way to influence legislation or participate or intervene in (including the publishing or distribution of statement), any political campaign on behalf of any candidate for public office.

Section 2. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, or officers, 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 purpose set forth above.

ARTICLE VII

DISSOLUTION

The regulation of internal affairs of the Corporation, including the distribution of assets on dissolution, shall be provided for in the by-laws and shall include that:

- (1). Upon dissolution of the Corporation or winding down of its affairs, the assets of the Corporation shall be applied and distributed as follows:
 - (a) All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provisions shall be made;
 - (b). Assets held by the Corporation upon condition requiring, return, transfer or conveyance, which condition occurs by reason of the dissolution or winding down, shall be returned, transferred or conveyed in accordance with such requirements; and
 - (c). All remaining assets not disposed of under either of the preceding paragraphs (a) or (b) shall be transferred or conveyed to one or more religious, charitable, education or scientific organizations (i) which are described in Section 509 (a) (1) , (2), or (3), and (ii) to which deductible contributions can be made under Section 170 (c) (2), 2522 (a) (2), as the Board of Directors shall select.

ARTICLE VIII

INDEMNIFICATION

Every director and officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed in connection with any proceeding or any settlement of any proceeding (including any appeal thereof) to which a director may be a party or may become involved by reason of being or having been a director or officer at the such expense incurred, except when the director or officer is adjudged guilty of, or liable for, willful misfeasance in the performance of duties; provided that in the event of a settlement before entry of judgment, the indemnification shall apply only when the Board of Directors

approves such settlement and reimbursement as being in 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 by law. Appropriate liability insurance shall be provided for every officer, director and agent of the Corporation in amounts determined from time to time by the board.

ARTICLE IX

BOARD OF DIRECTORS

Section 1. Management. The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is five (5). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). The voting members shall elect the Directors in the manner prescribed by the Bylaws. The Bylaws may provide for ex-officio and Honorary Directors, and their rights and privileges.

Section 2. Vacancies. If a Director elected by the general membership shall for any reason cease to be a Director, the remaining Directors so elected may elect a successor to fill the vacancy for the balance of the term.

The name and address of each original Director of the Corporation is as follows:

Rosemary McDonald	309 North Normandale Street Orlando, Florida 32835
Brantley Slaughter	7119 West Livingston Street Orlando, Florida 32835
Walter Vieth	12 South Nowell Avenue Orlando, Florida 32835
David Chandley	23 North Nowell Avenue Orlando, Florida 32835
Thomas J. Davis Jr.	8 North John Street Orlando, Florida 32835

ARTICLE X

OFFICERS

The Officers of the Corporation shall consist of a President, Secretary, Treasurer, and such other Officers and Assistant Officers as may be provided in

the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Rosemary McDonald	309 North Normandale Street Orlando, Florida 32835	President
Brantley Slaughter	7119 West Livingston Street Orlando, Florida 32835	Secretary
Walter Veith	12 South Nowell Avenue Orlando, Florida 32835	Treasurer
David Chandley	23 North Nowell Avenue Orlando, Florida 32835	Vice-President
Thomas J. Davis Jr.	8 North John Street Orlando, Florida 32835	Vice-President

ARTICLE X11

INCORPORATORS

Rosemary McDonald	309 North Normandale Street Orlando, Florida 32835
Brantley Slaughter	7119 West Livingston Street Orlando, Florida 32835
Walter Veith	12 South Nowell Avenue Orlando, Florida 32835
David Chandley	23 North Nowell Avenue Orlando, Florida 32835
Thomas J. Davis Jr.	8 North John Street Orlando, Florida 32835

ARTICLE XIII

BYLAWS

The Bylaws of the Corporation are made and adopted by the Board of Directors consistent with these Articles of Incorporation. Such Bylaws may be altered, amended or repealed in the manner set forth in the Bylaws by the Board of Directors.

ARTICLE XIV

AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to reservation. The Article of Incorporations shall be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provision for amendment are adopted by the Corporation pursuant by law.

ARTICLE XV

FISCAL YEAR

The fiscal year of the Corporation shall begin January 1st and end December 31th of each calendar year.

ARTICLE XVI

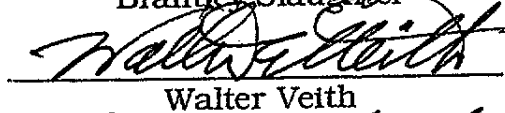
TERRITORY

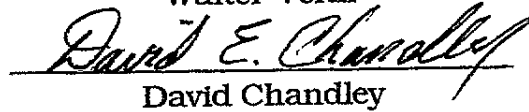
The territory in which the operations of the Corporation is principally to be conducted is Orange County, Florida.

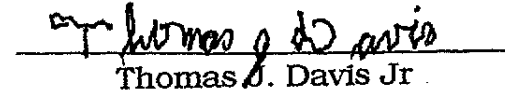
IN WITNESS WHEREOF, we, the undersigned do acknowledge these Articles of Incorporation and accordingly have hereunto set hands this _____ day of March, A.D. 1998.


Rosemary McDonald


Brantley Slaughter


Walter Veith


David Chandley


Thomas J. Davis Jr.

**STATE OF FLORIDA
COUNTY OF POLK**

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared:

Rosemary McDonald
Brantley Slaughter
Walter Veith
David Chandley
Thomas J. Davis Jr.

to me well known to the persons described in the foregoing Articles of Incorporation and acknowledge before me that they subscribed to same.


NOTARY PUBLIC



Walter R. Persaud
My Commission CC599705
Expires January 28, 2001

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 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: Friends Of Orlo Vista, Inc.

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

Brantely Slaughter

(Name)

7119 West Livingston Street

(P.O. Box NOT acceptable)

Orlando, Florida 32835

(City/State/Zip)

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

Brantely Slaughter

DATE

March 26, 1998

REGISTERED AGENT FILING FEE: \$35.00

FILED
98 MAR 27 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314