

# N98000002693

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
(904) 497-6052

600002517096--4  
-05/08/98--01070--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Rotaract of Orlando, Inc.  
(proposed corporate name-must include suffix)

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

Additional Copy Required

From: George A. Collins  
Name

2474 Rouse Road  
Address

Orlando, FL 32817  
City, State & Zip

(407) 599-9600  
Daytime Telephone number

FILED  
98 MAY -8 AM 9:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

mc 5/12/98

## ARTICLES OF INCORPORATION

*The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt the following Articles of Incorporation.*

### ARTICLE I NAME

The name of the corporation shall be:

Rotaract of Orlando, Inc.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2474 Rouse Road  
Orlando, FL 32817

### ARTICLE III PURPOSE AND GOALS

The purpose of Rotaract of Orlando is to provide an opportunity for young men and women to enhance the knowledge and skills that will assist them in personal development, to address the physical and social needs of their communities and to promote the better relations between all people worldwide through a framework of friendship and service.

#### **GOALS**

The goals of Rotaract are:

1. To develop professional and leadership skills;
2. To emphasize respect for the rights of others, based on recognition of the worth of each individual;
3. To recognize the dignity and value of all useful occupations as opportunities to serve;
4. To recognize, practice, and promote ethical standards as leadership qualities and vocational responsibilities;
5. To develop knowledge and understanding of the needs, problems and opportunities in the community and worldwide;
6. To provide opportunities for personal and group activities to serve the community and to promote international understanding and goodwill toward all people;
7. To provide a mentoring relationship to the collegiate members of Pi Sigma Epsilon-Delta Delta chapter at the University of Central Florida. Rotaract of Orlando is founded by Alumni members of Delta Delta and has established this charter goal to serve as mentoring capacity to said chapter. This will be accomplished by aiding Delta Delta, in a supportive role, to accomplish its chapter goals through any and all available resources of Rotaract of Orlando.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 MAY -8 AM 9: 07

FILED

## **ARTICLE IV SPONSORSHIP**

### **ROTARY CLUB SPONSORSHIP**

1. The sponsor of this Rotaract club is the Rotary Club of Orlando which, through a committee of not less than five Rotarians, shall provide guidance and have supportive responsibility for this Rotaract club. The continued well being of this club shall depend on the continued active personal participation of the sponsoring Rotary Club.
2. The basis of the organization shall be young men and women residing, employed, or studying anywhere in the vicinity of the sponsoring Rotary Club. Where a university or other institution of higher education is located within the vicinity of the sponsoring Rotary Club, the student body of each institution may also be a basis of organization. This club is not a part of, and neither this club nor its members have any rights or privileges with respect to, the sponsoring Rotary Club.
3. This club is a non-political, non-sectarian organization.

## **ARTICLE V MEMBERSHIP**

### **MEMBERSHIP QUALIFICATIONS**

1. The membership of this club shall consist of young men and of good character and leadership potential over the age of 18.
2. The method of electing members of this club shall be determined by this club in consultation with the sponsoring Rotary Club.
3. Each member of this Rotaract club shall attend at least 60% of the club's regularly scheduled meetings annually, provided that prior notification to a member of the board of directors was made of an absence from a regularly scheduled meeting.
4. Membership shall automatically terminate (a) upon failure to meet attendance requirements unless excused by the board of directors of this club for good and sufficient reason or (b) by termination of the club or (c) on not meeting the age requirement.
5. Membership may be terminated (a) upon failure to continue to meet the qualifications for membership, or (b) for cause, as determined by this club by vote of not less than 2/3 of all the members in good standing.

## **ARTICLE VI MEETINGS**

### **BIMONTHLY MEETINGS**

1. The club shall meet not less than twice per month, as provided in the by-laws, at a time and place suited to the convenience of the members.
2. The board of directors shall meet as provided by the by-laws.
3. Rotary International requires each sponsoring Rotary Club to designate one or more members of its club to attend the meeting(s) of its Rotaract club at least once a month.
4. Meetings of the club and of the board of directors may be cancelled during holiday or vacation periods at the discretion of the board of directors.
5. Minutes of the meetings of the club and board of directors shall be provided to the chairman of the sponsor Rotary club's Rotaract committee within two weeks after each meeting is held.

## **ARTICLE VII OFFICERS AND DIRECTORS**

### **GOVERNING BODY**

1. Officers of this club shall be a president, vice-president, secretary, treasurer and such additional officer(s) as may be provided in the by-laws.
2. The governing body of this club shall be a board of directors composed of the president, immediate past president, vise-president, secretary, treasurer, and additional directors whose number shall be determined by this club, all to be elected from among the members in good standing. All decisions, policies, and actions of the board and of the club shall be subject to the provisions of this constitution and policy established by Rotary International and its members.

The board of directors shall have general control over all officers and committees and may, for good cause, declare any office vacant. It shall constitute a board of appeals from the rulings of all officers and actions of all committees.

3. Elections of officers and directors shall be held annually prior to 1 March by methods compatible with local customs and procedures, but in no case shall more than a simple majority of the members present and in good standing be required for elections.

The term of office of all officers and directors shall be one year. No provisions shall be made for a term of office shorter than one year except with the written permission of Rotary International.

4. All incoming Rotaract club officers, directors, and committee chairman shall be provided with leadership training from the district Rotaract committee (composed of Rotaractors) in conjunction with the R.I. district Rotaract committee (composed of Rotarians).

## **ARTICLE VII ACTIVITIES AND PROJECTS**

### **OBJECTIVE**

1. Within the limits prescribed in section 1 of Article III, this club shall be responsible for planning, organizing, financing, and conducting its own activities and shall itself supply money, manpower and creative imagination necessary thereto, except in the case of joint projects or activities undertaken in cooperation with other organizations, such responsibility shall be shared with such other organizations(s).
2. This club shall undertake among its activities at least two major service projects annually, one to serve the community and the other to promote international understanding, and each shall involve all or most of the members of the club.
3. This club shall provide for a professional development program for its members.
4. It is the responsibility of the club to raise the funds necessary to carry out its program. It shall not solicit or accept more than occasional or incidental financial assistance from the sponsoring Rotary club, nor shall it make general solicitation from Rotary clubs other than its sponsoring Rotary club or from other Rotaract clubs; nor shall it solicit financial assistance from individuals, businesses, or organizations in the

community without giving something of value in return. All funds raised for service projects must be expended for that purpose.

## **ARTICLE VII COMMITTEES**

### **5 COMMITTEES**

1. There shall be provided in the by-laws of this club the following standing committees; club service, international service, community service, professional development, finance, and such other standing committees as may be deemed necessary necessary or convenient for the administration of the club.
2. The president, with the approval of the board, may appoint such special committees as he may deem necessary, citing their duties at the time of appointment. All such special committees shall lapse upon the completion of their duties, upon discharge by the appointing president, or with the end of his term of office, whichever occurs first.

## **ARTICLE IX FEES AND DUES**

### **FEES AND DUES**

1. Each Rotaract club or its sponsoring Rotary Club upon organization shall be required to pay an R.I. Rotaract organization fee equivalent to US\$20 with "Rotaract Club Organization List" which will cover Rotaract dues payment for the first Rotary year or part of a year.
2. Each Rotaract club or its sponsoring Rotary club shall required to pay annual R.I. Rotaract dues equivalent to US\$20 through the district Rotaract representatives.
3. Any fees, dues, or assessments on the membership of the club shall be nominal and shall only be for the purpose of meeting the administrative costs of the club. Funds for activities and projects undertaken by the club shall be raised apart from such fees, dues, or assessments. A thorough audit by a qualified person shall be made once each year of all the club's financial transactions.

## **ARTICLE X ACCEPTANCE OF CONSTITUTION AND BY-LAWS**

### **CONSTITUTION**

Every member of the club, by acceptance of membership, thereby accepts the principles of Rotaract as expressed in its purpose and goals and agrees to comply with the constitution and by-laws of this club, and on these conditions alone is entitled to the privileges of the club. No member shall be absolved from the observance of the constitution and by-laws on the plea that a copy of them has not been received.

## **ARTICLE XI STANDARD BY-LAWS**

### **STANDARD BY-LAWS**

The club shall adopt the "Standard Rotaract Club By-Laws," together with such amendments as are not inconsistent with the constitution and which may be deemed necessary or convenient for the government of the club, provided that such amendments

are adopted in accordance with the amendment procedure prescribed in the "Standard Rotaract Club By-Laws."

## **ARTICLE XII ROTARACT EMBLEM**

### **ROTARACT EMBLEM**

1. The Rotaract emblem shall be preserved for the exclusive use and benefit of Rotaract club members. Each member of this club shall be entitled to wear or otherwise display the Rotaract emblem in a dignified and appropriate manner during the period of membership. Such entitlement shall be relinquished upon termination of membership of termination of this club.
2. When displayed by individual club members, the emblem may be used without further information. When the emblem is used to represent a club, the name of the club should appear with the emblem.

## **ARTICLE XIII DURATION**

### **DURATION OF CLUB**

This club shall exist so long as it continues to function in accordance with the provisions of this constitution and policy relating to Rotaract established by Rotary International, or until it is terminated (a) by this club upon its own determination and action, (b) by the sponsoring Rotary Club upon withdrawal of its sponsorship, after consultation with the district governor and district Rotaract representative, or (c) by Rotary International for failure to function in accordance with this constitution or for other cause.

Upon termination of this club, all rights and privileges relating to the Rotaract name and emblem shall be relinquished by the club and by its members individually and collectively.

## **ARTICLE XIV ADMINISTRATION**

### **AMENDMENT**

The constitution may be amended only by the Board of Directors of Rotary international and all amendments to the "Standard Rotaract Club Constitution" adopted by the Board of Directors of Rotary International shall automatically amend the Constitution.

## **ARTICLE XV INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent is:

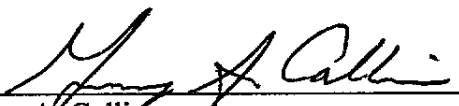
George A. Collins  
2474 Rouse Road  
Orlando, FL 32817

**ARTICLE XVI INCORPORATOR**


The names and street address of incorporator to these Articles of Incorporation are:

George A. Collins  
2474 Rouse Road  
Orlando, FL 32817

The undersigned incorporator has executed these Articles of Incorporation this 5<sup>TH</sup> day of MAY, 19 98.

  
George A. Collins

*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.*

  
George A. Collins

MAY 5, 1998  
Date

FILED  
98 MAY -8 AM 9:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA