

# N98000005136

LAW OFFICES

RICHARDS, GILKEY, FITE, SLAUGHTER, PRATESI & WARD, P.A.

RICHARDS BUILDING

1253 PARK STREET

CLEARWATER, FLORIDA 33756

RALPH RICHARDS (1893-1980)

JOHN D. FITE

JOHN E. SLAUGHTER, JR

EMIL G. PRATESI

R. CARLTON WARD

CYNTHIA I. RICE

THEO J. KARAPHILLIS

TEL: (813) 443-3281

FAX: (813) 446-3741

OF COUNSEL

WILLIAM W. GILKEY

WILLIAM M. MACKENZIE

PATRICK W. RINARD

PORT RICHEY OFFICE

RIDGE PLACE EXECUTIVE CENTER

8410 U.S. HIGHWAY 19 - SUITE 104

PORT RICHEY, FLORIDA 34668

TEL: (813) 841-7833

FAX: (813) 847-6742

Please respond to the Clearwater address.

August 28, 1998

State of Florida  
Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32314

500002632985--9  
-09/04/98--01129-010  
\*\*\*\*122.50 \*\*\*\*122.50

Re: JCR FELLOWSHIP FOR YOUTH FOUNDATION, INC.

Dear Sir or Madam:

Enclosed are the original Articles of Incorporation for JCR Fellowship For Youth Foundation, Inc. and the original Designation of Registered Agent. Would you please see that they are filed appropriately.

Next you will find enclosed our check in the amount of \$70 to cover the following:

- |    |   |              |
|----|---|--------------|
| 1. | Filing Fee for Articles of Incorporation                  | \$35.00      |
| 2. | Filing Certificate for Designation<br>of Registered Agent | 35.00        |
| 3. | Certified copy of Articles of Incorporation.              | <u>52.50</u> |
|    | TOTAL   | \$122.50     |

If the above and foregoing are in proper order, please process this at your earliest convenience.

Thank you for your cooperation in this matter.

Sincerely,

*Patrick W. Rinard*  
PATRICK W. RINARD

*DMC*  
9/9/98

Enclosures

FILED  
98 SEP -4 PM12:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**  
98 SEP -4 PM 12:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**JCR FELLOWSHIP FOR YOUTH FOUNDATION, INC.**  
**A Florida Not-For-Profit Corporation**

**ARTICLE I - CORPORATE NAME AND PRINCIPAL ADDRESS**

The name of this corporation is JCR FELLOWSHIP FOR YOUTH FOUNDATION, INC., and the principal address of the corporation is 120 Annwood Road, Palm Harbor, FL 34685.

**ARTICLE II - TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE III - PURPOSES FOR WHICH THE CORPORATION IS ORGANIZED**

The purposes for which this corporation is formed are to operate exclusively for charitable, religious, literary, scientific, and educational purposes as set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, including, for such purposes, the making of distributions to organizations that qualify as tax exempt organizations under Section 501(c)(3) of such code, or any corresponding provisions of any subsequent federal tax law.

**ARTICLE IV - PROHIBITED TRANSACTIONS**

This corporation shall not:

- A. Engage in any activities prohibited by Section 617.0835, Florida Statutes;
- B. As a substantial part of its activities, carry out propaganda or otherwise attempt to influence legislation;
- C. Participate or intervene, by publication or distribution of any statements or otherwise, in any political campaign on behalf of any candidate for public office;
- D. 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.

#### ARTICLE V - DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to charitable, religious, literary, scientific, and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof.

#### ARTICLE VI - MEMBERSHIP

The corporation shall have a membership distinct from the Board of Directors. Any person making application for membership as provided for in the Bylaws and agreeing to be bound by the Articles of Incorporation of this corporation, by its Bylaws, and by such rules and regulations as the Board of Directors may from time to time adopt, is eligible for membership in the corporation. The Board of Directors shall from time to time prescribe the form and manner in which application may be made for membership. The rights and privileges of the

members of the corporation are as provided in the Bylaws of the corporation. Members shall have no voice or vote in the business affairs of the corporation.

#### ARTICLE VII - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The street address of the initial registered office of the corporation is 120 Annwood Road, Palm Harbor, FL 34685. The name of the initial registered agent at such address is BRENDA DUPUIS-ROYER.

#### ARTICLE VIII - INITIAL DIRECTORS

There shall be three (3) directors constituting the initial Board of Directors. The name and address of each person who is to serve as an initial director is as follows:

Brenda Dupuis-Royer  
120 Annwood Road  
Palm Harbor, FL 34685

Nancy Dupuis  
4931 Ridgemoor Circle  
Palm Harbor, FL 34685

Micheline B. Royer  
120 Annwood Road  
Palm Harbor, FL 34685

#### ARTICLE IX - INCORPORATOR

The name and street address of the person signing these Articles as the Incorporator is:

Brenda Dupuis-Royer  
120 Annwood Road  
Palm Harbor, FL 34685

#### ARTICLE X - MANAGEMENT OF CORPORATE AFFAIRS

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of directors of the corporation shall be not less than three (3) and may be such number greater than three (3) as may, from time to time, be voted upon by the Board of Directors.

The Board of Directors named in Article VIII shall hold office until the first annual meeting of the Board of Directors to be held as prescribed in the Bylaws but in no event later than twelve (12) months from the date of incorporation, at which time an election of directors shall be held. The manner in which directors are elected shall be as provided in the Bylaws of the corporation.

Directors elected at the first annual meeting and at all times thereafter shall serve for a term of not less than one (1) year and until the qualification of their successors in office. The Board of Directors may, in the Bylaws of the corporation or by separate resolution, provide for staggered terms of office of the directors.

#### ARTICLE XI - AMENDMENTS

The Articles of Incorporation of the corporation may be amended by the Board of Directors by resolution proposed and considered at any regular meeting of the Board of Directors but which may not be adopted until the next succeeding regular meeting of the Board of Directors and then only by unanimous vote. The Bylaws of the corporation shall be made,

altered, amended, or rescinded by a majority vote of the Board of Directors at a meeting of the Board of Directors called for such purpose.

#### ARTICLE XII - DISTRIBUTION OF ASSETS

Upon dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation or corporation organized and operated exclusively for charitable, religious, or educational purposes which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

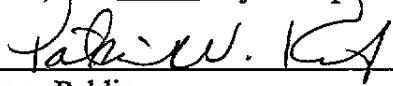
IN WITNESS WHEREOF, the Incorporator has executed these Articles of Incorporation this 1<sup>st</sup> day of September, 1998.

  
BRENDA DUPUIS-ROYER

STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, BRENDA DUPUIS-ROYER, to me personally known or who has produced FLORIDA DRIVER'S License as identification, and who executed the foregoing, and she acknowledged before me that she executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Clearwater, in the said County and State aforesaid, this 1<sup>st</sup> day of September, A.D., 1998.

  
Notary Public  
Commission Expires:  
Commission No.:



Patrick W Rhoad  
My Commission CC640216  
Expires April 20, 2001

**FILED**

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

98 SEP -4 PM 12: 20


SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - That JCR FELLOWSHIP FOR YOUTH FOUNDATION, INC. wishes to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Palm Harbor, County of Pinellas, State of Florida and has named BRENDA DUPUIS-ROYER, located at 120 Annwood Road, Palm Harbor, FL 34685, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
BRENDA DUPUIS-ROYER