

N98000005458

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-09/18/98--01027--004
****122.50 ****122.50

SUBJECT: "Kiwaniis Club of Leon, Florida, 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: Scott Bakotic
Name (Printed or typed)

P. O. Box 727
Address

Tallahassee, FL 32302
City, State & Zip

850-922-3300
Daytime Telephone number

Scott Bakotic GAVE
AUTHORIZATION BY PHONE TO
CORRECT Change name & add suffix & articles
DATE 9/22
DOC. EXAM BB

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 18 PM 2:23

NOTE: Please provide the original and one copy of the articles.

B. BROCK SEP 22 1998

ARTICLES OF INCORPORATION
OF
"KIWANIS CLUB OF LEON, INC."

We, the undersigned, for the purpose of organizing a corporation, not for profit, under the laws of the State of Florida, do make, subscribe, acknowledge and tender to the office of the Secretary of State of Florida, for its approval, the following Articles of Incorporation.

ARTICLE I

Name

The name of this corporation shall be "KIWANIS CLUB OF LEON, INC."

ARTICLE II

Principal Office

The principal place of business will be Leon County Sheriff Department , Administration Building , 2825 Municipal Way, Tallahassee, Fl 32303. Its mailing address shall be P.O. Box 727, Tallahassee, Florida 32302.

ARTICLE III

Purpose

The purposes for which this corporation is organized are as follows:

1. To give primacy to the human and spiritual rather than to the material values of life.
2. To encourage the daily living of the Golden Rule in all human relationships.
3. To promote the adoption and the application of higher social, business and professional standards.
4. To develop, by precept and example, a more intelligent, aggressive and serviceable citizenship.
5. To provide through this club, a practical means to form enduring friendships, to render altruistic service and to build better communities.
6. To cooperate in creating and maintaining that sound public opinion and high idealism which make possible the increase of righteousness, justice, patriotism and good will.

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7. For the purposes aforesaid, to take over the assets, rights and franchises of the unincorporated club, known as the Kiwanis Club of Leon, and its members.

8. To do all such things as are incidental or conducive to the attainment of the above objects.

ARTICLE IV

Manner of Election of Directors

The manner in which the directors are elected or appointed is:

The affairs of this corporation shall be managed by the following officers and director: President, President-Elect, Vice-President, Secretary, Treasurer and 6 Directors. The election of Officers and Directors, except the Secretary shall be held at the Annual Meeting. The offices of Secretary and Treasurer may be held by the same person. Voting shall be by ballot. Only active, privileged and senior members present and in good standing may vote. There shall be no voting by proxy. The secretary shall be elected by the President. The Board of Directors shall consist of the Officers and 6 elected directors. Each director shall be an active, senior, or privileged member in good standing. The director shall enter upon their duties on the first day of October of each year and shall serve for a term of two (2) years or until their successors shall be duly elected and qualified. To ensure continuity on the Board of Directors, one-and two-year terms are required in the initial election.

ARTICLE V

By-Laws and Amendments

The By-Laws are to be originally made and may thereafter be altered or rescinded, if in conformity with the Constitution and By-Laws of Kiwanis International, by a two thirds vote of the active, privileged and senior members present at any meeting of the club, provided written notice of the proposed amendment shall have been given to the members at least two weeks prior to the meeting. There shall be no voting by proxy.

ARTICLE VI

Amendments to Articles

Amendments to these Articles of Incorporation may be proposed and adopt in the same manner as the By-Laws are amended, as recited in Article V above.

ARTICLE VII

This organization shall be and hereby is affiliated with Kiwanis International, and is subject to the Constitution and By-Laws of such body insofar as they affect and prescribe the functions of local Kiwanis Clubs and are not in conflict with these Articles.

ARTICLE VIII

That whenever requested by the Board of Trustees of Kiwanis International the proposed corporation will dissolve or change its form of organization, and that no change in the corporate structure, or in the purposes and powers of the proposed corporation should be made without the consent of Kiwanis International.

Upon the dissolution of the corporation, the governing board shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation, in such manner to such organization or organizations organized or operated exclusively for charitable, educational, religious, or scientific purposes, as shall at the time qualify as an exempt organization or organizations under Section 501 © (4) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue law), as the governing board shall determine. Any of such assets not so disposed of shall be disposed of by the District Court in the county in which the principal office of the corporation is located, exclusively for such purposed.

ARTICLE X

Initial Registered Agent and Street Address

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

Karen Allen, Leon County Sheriff Department, Administration Building, 2825
Municipal Way, Tallahassee, Fl 32303.

ARTICLE XI

The name and address of the Incorporator to these Articles of Incorporation are:

Scott Bakotic, P.O. Box 727, Tallahassee, Florida 32302

Sean Bakker

Signature/Incorporator

7/7/98

Date

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.

Karen Allen

Signature/ Registered Agent

7-7-98

Date

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