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TRANSMITTAL LETTER

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

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****131.25 *****87.50

SUBJECT: TROJAN HOUSE, 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: RODERICK C. MOE CPA, P.A.
Name (Printed or typed)

101 NORTH "J" STREET, SUITE 2
Address

LAKE WORTH FL 33460
City, State & Zip

561-586-3413
Daytime Telephone number

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

98 DEC 11 PM 3:52

FILED

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

CB
12-14-98

**ARTICLES OF INCORPORATION
TROJAN HOUSE, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of the corporation shall be:

TROJAN HOUSE, INC.

(Hereinafter, "Trojan House"). The Trojan House name may not be changed to reflect or honor any financial contributor to the Organization.

ARTICLE II - Principal Office

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

c/o Lake Worth High School
1701 Lake Worth Road
Lake Worth, FL 33460

ARTICLE III - Purposes

The specific purposes for which the corporation is organized are:

1. Trojan House, Inc. is organized to receive, maintain and administer assets in perpetuity exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code by conducting and supporting activities that carry out the charitable and educational purposes. Notwithstanding any other provisions of these Articles, the purposes for which the corporation is organized are exclusively charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Service Code or the corresponding provision of any future United States Internal Revenue Law. Trojan House 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.
2. Without limiting or expanding the foregoing, the specific purposes for which Trojan House is organized includes providing raw land and improved property where Lake Worth Community High School students can obtain field experience and related training in the building trades.

3. One of the goals of the Trojan House shall be to use its resources to foster education, teaching and training of individuals, which may help to build stronger, healthier, and just community.

ARTICLE IV - Board of Directors

The names and addresses of the initial Board of Directors shall be:

- 1) David D. Cantley, Principal
Lake Worth Community High School
1701 Lake Worth Road
Lake Worth, FL 33460
- 2) Gerald Crocilla, Teacher
Lake Worth Community High School
1701 Lake Worth Road
Lake Worth, FL 33460
- 3) Joseph Egly, Realtor
Woolf Realty, Inc.
814 West Lantana Road, Suite 1
Lantana, FL 33462
- 4) Dwight L. Foster, Executive Director
Association of Building Contractors
4700 2nd Avenue, Suite 200
Boca Raton, FL 33431
- 5) Maria Gaitan, Vice President
First Union National Bank of Florida
303 Banyan Boulevard
West Palm Beach, FL 34401
- 6) Mark Hamblin, Director of Business Development
Peacock & Lewis Architects
P.O. Box 6877
West Palm Beach, FL 33405
- 7) Linda L. Keller, Teacher
Safe School Center
3300 Forest Hill Blvd.
Suite B-121
West Palm Beach, FL 33406

- 8) Wendy L. Newmyer, City Manager
City of Lake Worth
7 North Dixie
Lake Worth, FL 33460
- 9) Jim Stratton, President
Stratton Electric
7546 Enterprise Drive
West Palm Beach, FL 33404
- 10) Roderick C. Moe, President
Roderick C. Moe CPA, PA
101 North J Street, Suite 2
Lake Worth, FL 33460
- 11) Jody Gleason, Member
Palm Beach County School Board
1131 North Palmway
Lake Worth, FL 33460

The number of members of the Board of Directors shall be designated in the by-laws. Vacancies in the Board of Directors shall be filled by a majority vote of the remaining members. Appointments to the Board of Directors shall be made by a majority vote of the directors whose terms have not expired.

The Board of Directors may, from time to time, select certain individuals to constitute an Advisory Board. These individuals may attend meetings of the Board of Directors; however, they shall have no vote and shall not be considered members of the Trojan House's Board of Directors.

ARTICLE V – Registered Agent

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

Mr. Gerald Crocilla
C/O Lake Worth Community High School
1701 Lake Worth Road
Lake Worth, FL 33460

ARTICLE VI - Incorporator

The name and address of the Incorporator of these Articles of Incorporation is:

Mr. Gerald Crocilla
C/O Lake Worth Community High School
1701 Lake Worth Road
Lake Worth, FL 33460

ARTICLE VII – Liability

Liability No person serving on the Board shall be personally liable to the Entity for monetary damage for breach of fiduciary duty unless: (i) the person has breached or failed to perform the duties of the office in compliance with these Articles and the By-Laws and (ii) the breach or failure to perform constitutes willful misconduct or recklessness.

No Board member shall be held personally liable for any damages resulting from:

- (1) Any negligent act or omission of an employee of the Trojan House.
- (2) Any negligent act or omission of another member of the Trojan House.
- (3) Any action taken as a Board member or any failure to take any action as a Board member unless:
 - (a) The Board member has breached or failed to perform the duties of the office; and
 - (b) The breach or failure to perform constitutes willful misconduct or recklessness.

ARTICLE VIII – Indemnification

Indemnification of Officers and Councilors. The Trojan House shall indemnify all Board members, officers former Board members, and former officers of the Trojan House against reasonable expenses, costs, and attorney's fees actually and reasonably incurred by such person or persons in connection with the defense of any action, suit, or proceeding, civil or criminal, in which such person or persons are made a party by reason of being or having been a director or officer. The Trojan House shall at no time grant advance indemnification of a Board member, officer, former Board member, or former officer.


Exceptions. The Trojan House shall have no duty to indemnify, and shall not indemnify, any Board member, officer, former Board member, or former officer if such person or persons are adjudged to be liable on the basis that they have breached or failed to perform the duties of their office and the breach or failure to perform constitutes willful misconduct or recklessness.

ARTICLE IX – Internal Revenue Code

Each reference to a section of the Internal Revenue Code means such section of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any subsequent Federal tax law.

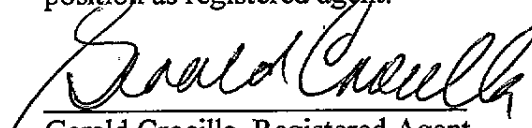
ARTICLE X – Amendment of Articles or by-laws

Provisions of the by-laws of the Trojan House may be adopted, and provisions of the Articles of Incorporation and by-laws may be changed, amended, added to or repealed, only upon the affirmative vote of two-thirds of the Directors, at a duly held meeting or without a meeting, on written consent of all the directors entitled to vote thereon.


Gerald Crocilla, Incorporator

12-9-98
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.


Gerald Crocilla, Registered Agent

12-9-98
Date

STATE OF FLORIDA
TALLAHASSEE

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