

N99000003020

TRANSMITTAL LETTER

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

SUBJECT: KeyPoints Centre, Inc.

(Proposed corporate name - must include suffix)

600002874386--6
-05/13/99--01105--004
*****78.75 *****78.75

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 of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Joshua G. Gerstin, Esq.
Name (Printed or typed)

1515 N. Federal Highway, Suite 300
Address

Boca Raton, FL 33432
City, State & Zip

(561) 750-3456
Daytime Telephone number

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99 MAY 13 AM 9:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

B. BROOK MAY 17 1999

LAW OFFICE OF JOSHUA G. GERSTIN
1515 N. FEDERAL HIGHWAY, SUITE 300
BOCA RATON, FL 33432
TELEPHONE: (561) 750-3456
FACSIMILE: (800) 867-5451
Email: Gerstin@RagingBull.Com

MEMBER

*Florida Bar
*New York Bar
*New Jersey Bar

May 7, 1999

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

Re: KeyPoints Centre, Inc.

Dear Sir/Madame:

Kindly, please accept for filing the enclosed articles of incorporation for Key Points Centre, Inc. The required fee of \$78.75 is enclosed and Key Point Centre is filing under the Florida Not For Profit Corporation Act. If you have any questions please feel to contact me at the above telephone number, thank you.

Sincerely,

Law Offices of Joshua G. Gerstin


Joshua G. Gerstin, Esq.

Articles of Incorporation of KeyPoints Centre, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE ONE- NAME

The name of the Corporation shall be KeyPoints Centre, Inc.

ARTICLE TWO- PRINCIPAL OFFICE

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

4101 Waverly Drive West Palm Beach FL, 33401

ARTICLE THREE- PURPOSES

Said corporation is organized exclusively for charitable purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code. Said charitable purposes are to be conducted only in a charitable manner and are limited to the cleaning up, redeveloping and improving of urban areas within the county of Palm Beach, Florida through grants from the governmental units and instrumentalities of Palm Beach County, Florida. Including, for such purposes, the

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making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE FOUR- MANNER OF ELECTION OF DIRECTORS

The Directors of the corporation shall be elected at a duly held meeting by a majority vote of the votes cast by the corporation's members.

ARTICLE FIVE- INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Law Office of Joshua G. Gerstin
Joshua G. Gerstin, Esq.
1515 N. Federal Highway, Suite 300
Boca Raton, FL 33432

ARTICLE SIX- INCORPORATOR

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

Law Office of Joshua G. Gerstin
Joshua G. Gerstin, Esq.
1515 N. Federal Highway, Suite 300
Boca Raton, FL 33432

ARTICLE SEVEN- NAMES AND ADDRESSES OF INITIAL TRUSTEES

The names and addresses of the persons who are initial trustees of the corporation are as follows:

1. Frances Hill
4101 Waverly Drive
West Palm Beach, FL 33401
2. Cherry Otto
4101 Waverly Drive
West Palm Beach, FL 33401
3. Andrew Saul
3699 N.E. 6th Drive
Boca Raton, FL 33431

ARTICLE EIGHT-DISTRIBUTION OF EARNINGS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section

501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE NINE-DISTRIBUTION UPON DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.



Signature of Incorporator

5/16/99

Date

REGISTERED AGENT CERTIFICATION

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/Registered Agent

5/10/99
Date

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TALLAHASSEE FLORIDA