

N99000005752



ACCOUNT NO. : 072100000032

REFERENCE : 388095 10234A

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 78.75

ORDER DATE : September 27, 1999

ORDER TIME : 2:36 PM

400002998304--2

ORDER NO. : 388095-005

CUSTOMER NO: 10234A

CUSTOMER: Thomas W. Conely, Iii, Esq
CONELY & CONELY, P.A.
CONELY & CONELY, P.A.
Post Office Drawer 1367

Okeechobee, FL 34973-1367

DOMESTIC FILING

NAME: BOYS & GIRLS CLUB OF
OKEECHOBEE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: JEANINE REYNOLDS

EXAMINER'S INITIALS:

99 SEP 27 AM 9:23
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

RECEIVED
99 SEP 27 PM 3:11
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
9/28/99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 27 AM 9:23

**ARTICLES OF INCORPORATION
OF
BOYS & GIRLS CLUB OF OKEECHOBEE, INC.**

I, the undersigned, a natural person competent to contract, being desirous of forming a non-profit corporation known as an association for charitable and educational purposes under the provisions of Chapter 617 of the Florida Statutes, do execute and adopt these Articles of Incorporation in a manner and form as follows:

ARTICLE I. NAME, OFFICE AND REGISTERED AGENT

The name of this corporation is **BOYS & GIRLS CLUB OF OKEECHOBEE, INC.**, its principal address is 1690 N.W. 9th Avenue, Okeechobee, Florida 34972, and its registered agent at that address is LAURIE STEPHEN.

ARTICLE II. OBJECTS AND PURPOSES.

This corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law and to provide behavior guidance and to promote the health, social, educational vocational and character development of boys and girls, irrespective of race, color, creed or national origin.

In order to accomplish these objects and purposes the corporation shall be authorized:

1. To take and hold by gift, bequest, devise, purchase, or lease, absolutely or in trust, for one or more of such purposes, any personal and real property, without limitation as to amount or value, except such limitation, if any, as may be imposed by law or instrument creating such transfers.

2. This corporation shall have those powers granted to non-profit corporations organized pursuant to the laws of the State of Florida; provided, however, the corporation shall not exercise any power or engage in any prohibitive transactions or unreasonably accumulate income or otherwise invest in such manner which is not designed to accomplish

the purposes herein set out or which would otherwise result in a denial of its tax-exempt status in accordance with the provisions of the applicable Federal, State or local laws or regulations.

3. This being a corporation not for profit, it shall be operated exclusively for the purposes set out herein, and no part of its net earnings shall inure to the benefit of any of its members, officers or directors.

4. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by any 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 Code.

ARTICLE III. MEMBERSHIP

This corporation shall have no capital stock. The active members of this corporation shall be the directors of this corporation, as hereinafter set forth and shall constitute the initial members of this corporation. Membership in this corporation shall be open to any adult resident of Okeechobee County, Florida, who shall be approved by a majority of the members of the corporation for membership.

ARTICLE IX. EXISTENCE

This corporation shall have perpetual existence.

ARTICLE X. SUBSCRIBER

The name and address of the subscribing incorporator to these Articles of Incorporation is: LAURIE STEPHEN, 1690 N.W. 9th Avenue, Okeechobee, Florida 34972.

ARTICLE XI. OFFICERS

The officers of this corporation shall be a President, Vice President, Secretary and Treasurer and such other officers as may be provided by the By-Laws. All of such officers shall be active members of the corporation and in good standing and shall be elected by the Board of Directors as provided in the By-Laws. The names and addresses of the first officers of this corporation are as follows:

NAME	OFFICE	ADDRESS
AL JAQUITH	President	19836 Highway 98 North Okeechobee, Florida 34972

LEAH SUAREZ	Vice President	325 S.E. 15th Avenue Okeechobee, Florida 34974
RICHARD GREEN	Secretary/Treasurer	3802 S.E. 18th Terrace Okeechobee, Florida 34974

ARTICLE VII. BOARD OF DIRECTORS

The business, property and affairs of this corporation shall be managed by the Board of Directors. This corporation shall have fourteen (14) directors initially, and the number of directors may be increased or decreased from time to time as may be provided in the By-Laws but shall never be less than three (3).

The Board of Directors shall be elected and hold office as provided in the By-Laws.

The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation are:

NAME	ADDRESS
CHERYL KIRTON	2001 S.W. 24th Avenue Okeechobee, Florida 34974
GAY CARLTON	604 S.W. 14th Street Okeechobee, Florida 34974
CATHLEEN BLAIR	2365 S.W. 22nd Circle Okeechobee, Florida 34974
ENRICO LAMBERTI	2341 S.E. 27th Street Okeechobee, Florida 34974
SHIRLEY JOHNSON	901 N.W. 11th Street Okeechobee, Florida 34972
TOM MURPHY	13371 N.E. 18th Avenue Okeechobee, Florida 34972
BRAD STARK	3538 N.W. 10th Avenue Okeechobee, Florida 34972
DEBBIE STAS	3510 S.E. 33rd Terrace Okeechobee, Florida 34974
RICHARD GREEN	3802 S.E. 18th Terrace Okeechobee, Florida 34974

LEE DIXON

700 S.W. 2nd Avenue
Okeechobee, Florida 34974

AL JAQUITH

19836 Highway 98 North
Okeechobee, Florida 34972

LEAH SUAREZ

325 S.E. 15th Avenue
Okeechobee, Florida 34974

BUDDY CLINE

1697 N.W. 9th Avenue
Okeechobee, Florida 34972

SHARON MING

2147 S.W. 37th Avenue
Okeechobee, Florida 34974

ARTICLE VIII. EXECUTIVE DIRECTOR

The Board of Directors shall appoint an executive director of this corporation, fix his/her compensation, prescribe his/her duties and the terms of his/her employment, and supervise and evaluate his/her job duties.

ARTICLE IX. BYLAWS

The Board of Directors shall have the power to adopt bylaws regulating the affairs and prescribing the duties of the officers and executive director of this corporation, which bylaws shall not be inconsistent with this constitution.

ARTICLE X. SEAL

The seal of the corporation shall be a circular impression of the words and figures; Incorporated - (date of incorporation), surrounded by the name of the Boys & Girls Club of Okeechobee, Inc.

ARTICLE XI. USE OF ASSETS ON DISSOLUTION AND USE OF INCOME

Section 1 - Upon the dissolution of the corporation, the Board of Directors shall (after paying or making provisions for the payment of all the liabilities of the corporation) dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner or to such organization of organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal

Revenue law) as the Board of Directors shall determine. Any of such assets not disposed of shall be disposed of by a court of competent jurisdiction, in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations as the court shall determine which are organized and operated exclusively for such purposes.

Section 2 - The corporation is one which does not contemplate pecuniary gain or profit to the members thereof and is organized for nonprofit purposes, and no part or any of the net earnings thereof shall inure to the benefit of any member or other individual.

ARTICLE XII. AMENDMENTS

These Articles of Incorporation may be amended upon a two-thirds vote of the members present and voting at any meeting of the corporation, provided that a copy of the proposed amendment shall have been mailed to each member of the corporation at least thirty (30) days before the date of the meeting at which the proposed amendment is to be acted upon.

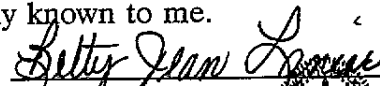
IN WITNESS WHEREOF, I the subscriber have hereunto set my hand and seal to these Articles of Incorporation, at Okeechobee, Okeechobee County, Florida, this 23rd day of September, 1999.


Laurie Stephen

STATE OF FLORIDA

COUNTY OF OKEECHOBEE

The foregoing instrument was acknowledged before me this 23rd day of September, 1999, by LAURIE STEPHEN, who is personally known to me.

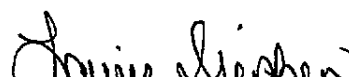

Notary Public



Betty Jean Lanier
MY COMMISSION # CC624627 EXPIRES
March 8, 2000
BONDED THROUGH TRISTY FARM INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

I certify that I am a permanent resident of Okeechobee County, Florida, whose address is 1690 N.W. 9th Avenue, Okeechobee, Florida 34972. I hereby accept the designation as Registered Agent for BOYS & GIRLS CLUB OF OKEECHOBEE, INC. a Florida non-profit corporation.


Laurie Stephen

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 27 AM 9:23