

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Point Residents Educational  
Project

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

☒ Art of Inc. File Cert  
☐ LTD Partnership File  
☐ Foreign Corp. File  
☐ L.C. File  
☐ Fictitious Name File  
☐ Trade/Service Mark  
☐ Merger File  
☐ Art. of Amend. File  
☐ RA Resignation  
☐ Dissolution / Withdrawal  
☐ Annual Report / Reinstatement  
☒ Cert. Copy  
☐ Photo Copy  
☐ Certificate of Good Standing  
☐ Certificate of Status  
☐ Certificate of Fictitious Name  
☐ Corp Record Search  
☐ Officer Search  
☐ Fictitious Search  
☐ Fictitious Owner Search  
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TALLAHASSEE, FLORIDA

SMITH APR 14 2000  
SMITH APR 13 2000  
9810

Signature \_\_\_\_\_

Requested by: CD 4-13-00 11:00  
Name Date Time

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 13, 2000

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA ST., STE. 1  
TALLAHASSEE, FL 32302

SUBJECT: POINT RESIDENT EDUCATIONAL PROJECT  
Ref. Number: W00000009810

We have received your document for POINT RESIDENT EDUCATIONAL PROJECT and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

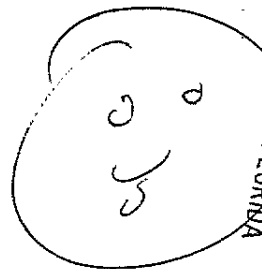
If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith  
Document Specialist

Letter Number: 900A00020353

*Please file with*

*4-13-00 Date*



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TALLAHASSEE, FLORIDA

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## **CERTIFICATE OF INCORPORATION OF POINT RESIDENTS EDUCATIONAL PROJECT, CORP.**

This is to certify that we, the undersigned, all being of full legal age, do hereby associate ourselves for the purpose of forming a nonprofit Corporation under and by virtue of the laws of the State of Florida and further certify that;

### **ARTICLE I**

(a) The name of the corporation is POINT RESIDENTS EDUCATIONAL PROJECT, referred to as "the Corporation."

(b) The existence of the Corporation will be perpetual life.

(c) The principal office of the Corporation will be located at c/o A. Allen Werneck, 21150 Point Place, #1603, Aventura, Florida 33180.

(d) The registered agent of the Corporation is A. Allen Werneck, whose post office address is 21150 Point Place, #1603, Aventura, Florida 33180.

### **ARTICLE II**

The purposes for which the Corporation is formed, and the business and objects to be carried on and promoted by it, are as follows:

(a) The establishment of the partnership of Point residents and community to assist financially challenged students to pursue higher education at vocational and academic institutions.

(b) The Corporation is irrevocably dedicated to and operated exclusively for, nonprofit, charitable and/or educational purposes including, for such purposes, the making of distributions to organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law. In pursuance of the foregoing purpose, the Corporation shall have the power to provide financially challenged students with to pursue higher education at vocational and academic institutions thereof on a nonprofit basis. No part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of any individual.

(c) 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 actually rendered and to make payments and distributions in furtherance of its exempt purposes. No substantial part of the activities of the Corporation shall consist of

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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 (1) by a corporation exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, or (2) by a corporation, the contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law.

### **ARTICLE III**

The Corporation is empowered:

(a) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge, or other lien on the Corporation's property.

(b) In the event of a dissolution of the Corporation or the winding up of its affairs, or other liquidation of its assets, the Corporation's property shall not be conveyed to any organization created or operated for profit or to any individual and all assets remaining after the payment of the Corporation's debts shall be conveyed or distributed only to an organization or organizations created and operated for nonprofit purposes similar to those of the Corporation other than one created for religious purposes. 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.

### **ARTICLE IV**

The number of directors (trustees) of the Corporation shall be five (5). The original directors (trustees) and the term for which each will serve, are set below:

Belinda Lawrence 21150 Point Place, #2503 Aventura, Florida 33180	Chairman
A. Allen Werneck 21150 Point Place, #1603 Aventura, Florida 33180	President
Randi Rapp 21201 Point Place Aventura, Florida 33180	Vice President
Sue Bregman 21150 Point Place, #803 Aventura, Florida 33180	
Anna Felsher 21150 Point Place, #602 Aventura, Florida 33180	Treasurer
Riitta Susanna Klint-Werneck 21150 Point Place, #1603 Aventura, Florida 33180	Secretary

The directors (trustees) shall serve without compensation and until their successors are elected and have qualified. The directors shall be elected in the manner set forth in the By-laws of the Corporation.

The directors of the Corporation shall, at all time, be limited to individuals who are either members of POINT RESIDENTS EDUCATIONAL PROJECT, or nonmembers who have the approval of the Board of Trustees (Directors) of the said sponsoring organization. In the event that a director of the Corporation ceases to be a member of POINT RESIDENTS EDUCATIONAL PROJECT, or if the aforesaid approval is withdrawn, then, in either event, such shall constitute automatic resignation as a director (trustee) of the Corporation.

The officers of the Corporation, as provided by the By-Laws of the Corporation, shall be elected by the directors (trustees) of the Corporation, in the manner therein set out, and shall serve until their successors are elected and have qualified. The directors (trustees) shall elect the regular officers of the Corporation at the annual meeting, for terms of one year. The secretary and treasurer may be one and the same person.

The annual meeting shall be held each year within four months after the close of the corporation's fiscal year at a time and place designated by the Board of Directors.

**ARTICLE V**

By-laws of the Corporation may be adopted by the directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles.

Signed by the incorporator this 6 day of December, 1999.

Allen Wentz  
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

POINT RESIDENTS EDUCATIONAL PROJECT, <sup>corp</sup>desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Aventura, State of Florida, has named A. Allen Werneck, located at 21150 Point Place, #1603, Aventura, Florida 33180, as its agent to accept service of process within Florida.

  
\_\_\_\_\_, Incorporator

Dated: December 6, 1999

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_, Registered Agent

Dated: December 6, 1999

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