

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of FRIENDS OF CHILDREN OF BREVARD COUNTY, INC., a corporation organized under the laws of the State of Florida, filed on July 23, 1985, as shown by the records of this office.

The document number of this corporation is N10367.



Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Sixteenth day of January, 2020

Laurel M. Lee

Laurel M. Lee

Secretary of State



FLORIDA DEPARTMENT OF STATE

THE ATTACHED COPIES ARE

THE BEST AVAILABLE

SOME OR ALL OF THE ORIGINAL

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FILING WERE NOT SUITABLE FOR

MICROFILMING.

N10367

FILED

1985 JUL 23 PM 12:05

Articles of Incorporation
of
Florida Nonprofit Corporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

CORPORATE NAME

The name of this corporation is FRIENDS OF CHILDREN OF
BREVARD COUNTY, INC..

ARTICLE II

CORPORATE NATURE

This is a nonprofit corporation, organized solely for general
charitable purposes pursuant to the Florida Corporation Not for
Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III

DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV

GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation
is formed are:

A. For the advancement of charity, education and any other
related or corresponding charitable purposes by the distribution of
its funds for such purposes.

B. The specific purpose of this corporation is to promote,
advance and sponsor the rights of children in Brevard County,
Florida, to prevent child abuse and neglect, as defined by Florida
Statutes 39 and 415 (1984).

C. To operate exclusively in any other manner for such
religious, charitable and educational purposes as will qualify
it as an exempt organization under Section 501(c)(3) of the
Internal Revenue Code of 1954, as amended, or under any correspond-
ing provisions of any subsequent federal tax laws, covering the
distributions to organizations under the Internal Revenue Code,
as amended, including private foundations and private operating
foundations.

ARTICLE V

MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall
be exercised, its properties controlled, and its affairs conducted
by a Board of Directors, consisting of not less than three (3) persons.

The Directors named herein as the first Board of Directors
shall hold office until the first meeting of members at which time
an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times
thereafter, shall serve for a term of one (1) year until the annual
meeting of members following the election of Directors and until
the qualification of the successors in office. Annual meetings shall
be held at Sept. 1 on 1 of each year
at 9:00 A.M., or at such other place or places as the Board of
Directors may designate from time to time by resolution.

Any action required or permitted to be taken by one Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

Elaine Woods

1001 Abada Ct. M.E. #102
Palm Bay, Florida 32905

Yvonne Dixon

1325 Overlook Terrace
Situsville, Florida 32780

Janice Pound

2608 Hemlock Avenue
Situsville, FL 32780

ARTICLE VI

EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officer or other private person, 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 IV hereof.

B. 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 any candidate for public office.

C. 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as

shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the bylaws for this corporation.

ARTICLE IX

SUBSCRIBERS

The names and residence addresses of the Subscribers of this Corporation are as follows:

SUBSCRIBER

ELAINE WOODS

ADDRESS

1001 Abada Court N.E. #102
Palm Bay, Florida 32905

ARTICLE X

AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefore in the By-Laws.

ARTICLE XI

DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to education and charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE XII

The address of the corporation's registered office shall be 400 South Street, Brevard County Courthouse, Titusville, Brevard County, Florida, and the names of its registered agent at said address shall be Yvonne Dixon.

ARTICLE XIV

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

We, the undersigned, being the Subscribers and Incorporators of the corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 19th day of April, 1985.

Elain W. Woods
SUBSCRIBER

Yvonne Nelson
REGISTERED AGENT

WITNESSES:

[Signature]
J. W. [Signature]

FILED
1985 JUL 23 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April SWORN AND SUBSCRIBED before me, this 19th day of April, 1985.

[Signature]
Notary Public
State of Florida

My Commission Expires:

NOT PUBLIC
COMMISSION EXPIRES 12/31/1987
EXCEPT THAT GENERAL INSURANCE USE

(seal)