

ARTICLES OF INCORPORATION  
OF  
BROWARD BEEKEEPERS ASSOCIATION, INC.

The undersigned, subscriber(s) to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together form a Corporation not for profit under Chapter 617 of the Florida Statutes.

ARTICLE I  
NAME

The name of this Corporation ("Corporation") shall be:

BROWARD BEEKEEPERS ASSOCIATION, INC.

ARTICLE II  
PURPOSES

The purposes for which the Corporation is organized are:

- (a) To promote an awareness to the public of the benefits of preserving bees within Broward County, Florida and its South Florida surrounding counties;
- (b) To provide a forum for the interchange of ideas to the public regarding beekeeping, as well as to act as a clearing house of information and services pertaining to the preserve of bees and maintain beekeeping;
- (c) To educate the public and to encourage good management practices as a means of maintaining healthy apiaries;
- (d) To operate exclusively for charitable and educational purposes, which activities of the Corporation shall be limited to those activities which are consistent with Section 501(c)(3)<sup>41</sup> of the Internal Revenue Code of 1986, as amended.

In furtherance of the foregoing, the Corporation shall be authorized:

- (a) To receive assistance, money (as dues or otherwise), real or personal property and any other form of contributions, gift, bequest or devise from any person, firm or Corporation, to be utilized in the furtherance of the objects and purposes of this Corporation; to enter into agreements or contracts for contributions to the Corporation for its objects and purposes, provided however, that gifts shall be subject to acceptance by the Board of Directors as required by the Bylaws.
- (b) To establish an office and employ such assistance and clerical force as may be necessary and proper in the judgment of the Board of Directors, and pay reasonable compensation for the services of such persons.
- (c) To distribute, in the manner, form and method, and by the means determined by the Board of Directors of this Corporation, any and all forms of contributions received by it in carrying out the programs of the Corporation in the furtherance of its stated purposes. Money and real or personal property contributed to the Corporation in the furtherance of these objects and purposes are and shall continue to be impressed with a trust for such purposes.
- (d) To invest and reinvest surplus funds in such securities and properties as the Board of Directors may from time to time determine.
- (e) To purchase, acquire, own, hold, guarantee, sell, assign, transfer, mortgage, pledge, loan or otherwise dispose of and deal in any bonds, securities, evidence of indebtedness or other personal property, as well as to purchase, acquire, own, hold, sell, transfer, mortgage, or otherwise dispose of and deal in real estate; and, as the owner of any such real or personal property, to exercise all the rights, powers and privileges of ownership.
- (f) To contract and be contracted with, and to sue and be sued.

(g) To adopt and use a Corporation seal containing the words "Corporation not for profit", if desired and deemed necessary: but, this shall not be compulsory unless required by law.

(h) To do all acts and things requisite, necessary, proper and desirable to carry out and further the objects for which this Corporation is formed; and, in general, to have all the rights, privileges and immunities, and enjoy all the benefits of the laws of the State of Florida applicable to Corporations of this character, including but not limited to the powers described in Section 617.021 of the Florida Statutes.

(i) All of the above and foregoing are to be construed both as objects and powers, and it is expressly provided that the specific objects and powers enumerated herein shall not be held to limit or restrict in any manner the general powers of the Corporation.

(j) Each and all of the objects, purposes and powers of the Corporation, however, shall be exercised, construed and limited in their application to accomplish the purposes for which this Corporation is formed.

(k) The activities of the Corporation shall be consistent with Section 501(c)(3) of the Internal Revenue Code.

ARTICLE III  
PRINCIPAL OFFICE ADDRESS AND MAILING ADDRESS

The principal office address and mailing address of the Corporation is: c/o Frank, Weinberg & Black, P.L., 7805 S.W. 6<sup>th</sup> Court, Plantation, Florida 33321.

ARTICLE IV  
MEMBERSHIP

The conditions of membership of this Corporation shall be as provided in the Bylaws of this Corporation.

ARTICLE V  
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI  
SUBSCRIBERS

The names and addresses of the subscribers are:

Leo A. Gosser  
PO Box 970045  
Coconut Creek 33097

Novelette Reid  
6050 NW 10th Court  
Margate 33063

Harry Pellish  
4719 Jefferson Street  
Hollywood 33021

Dan Novak  
10317 NW 31st Street  
Coral Springs 33065

ARTICLE VII  
INITIAL MEMBERS

The subscribers set forth under Article VII hereof shall be the initial members of the Corporation.

ARTICLE VIII  
DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, a Board of Directors. The conditions of election to the Board of Directors and the number of Directors (which number shall not be less than 3) shall be as provided in the Bylaws.

The initial Directors shall consist of:

Leo A. Gosser  
PO Box 970045  
Coconut Creek 33097

Novelette Reid  
6050 NW 10th Court  
Margate 33063

Harry Pellish  
4719 Jefferson Street  
Hollywood 33021

Dan Novak  
10317 NW 31st Street  
Coral Springs 33065

ARTICLE IX  
REGISTERED AGENT

The initial registered office of the Corporation is c/o Frank Weinberg & B;acl, P.L., 7805 S.W. 6<sup>th</sup> Court, Plantation Florida 33324, and the initial registered agent of the Corporation at that address is Steven A. Weinberg, Esquire.

ARTICLE X  
DIRECTORS' AND OFFICERS  
COMPENSATION AND INDEMNIFICATION

A. Compensation. A Director of the Corporation shall not receive compensation, directly or indirectly, for services as a Director. An Officer of the Corporation shall not receive compensation, directly or indirectly, for services as an Officer unless employed by the Board of Directors as: (i) a member of the administrative staff of the Corporation, (ii) or for compensable services rendered in other capacities. These prohibitions shall not preclude reimbursement of a Director, Officer, or duly appointed committee member for expenses or advances made for the Corporation that are reasonable in character and amount, nor for compensable services rendered in other capacities and approved for payment in the manner provided by the Bylaws.

B. Indemnification. Every Director and every Officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed in connection with any proceeding or any settlement of any proceeding to which a Director or Officer may be a party or may become involved by reason of being or having been a Director or Officer of the Corporation, whether or not a Director or Officer at the time such expenses are incurred, except when the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of duties; provided that in the event of a settlement before entry of judgment, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled. Appropriate liability insurance shall be provided for every Officer, Director and agent of the Corporation in amounts determined from time to time by the board.

C. Interest of Directors and Officers in Contracts. Any contract, whether for compensation

or otherwise, or other transactions between the Corporation and one or more of its Directors or Officers, or between the Corporation and any firm of which one or more of its Directors or Officers are stockholders or employees, or in which they are interested, or between the Corporation and any Corporation or association of which one or more of its Directors or Officers are shareholders, members, Directors, Officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such Director or Directors, Officer or Officers, at the meeting of the Board of Directors of the Corporation which acts upon or in reference to such contract or transaction and notwithstanding his or their participation in such action, if the fact of such interest shall be disclosed or known in writing to the Board of Directors and the Board of Directors shall, nevertheless, authorize, approve and ratify such contract or transaction by vote of majority of the Directors present, such interested Director or Directors, Officer or Officers to be counted in determining whether a quorum is present but not be counted in calculating the majority of such quorum necessary to carry such vote. This section shall not be construed to invalidate any contract or other transaction which would otherwise be valid under the common and statutory law applicable thereto.

ARTICLE XI  
NONPROPRIETARY LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the members, Directors, or Officers of the Corporation, or to any other private person. However, the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation and to make payments and distributions in furtherance of the purposes as set forth herein.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XII  
DISPOSITION OF ASSETS

In the event of the dissolution of the Corporation, the Board of Directors shall, after paying (or making provision for the payment of) all of the liabilities of the Corporation, dispose of all of the assets of the Corporation by transferring such assets to such organizations which are exempt under Section 501(c)(3) of the Internal Revenue Code and are engaged in activities of the type described in Article II above, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court 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.

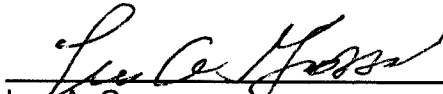
ARTICLE XIII  
DUES

Provision for payment of dues by Members, if any, shall be determined by the Bylaws.

ARTICLE XIV  
BY LAWS AMENDMENTS

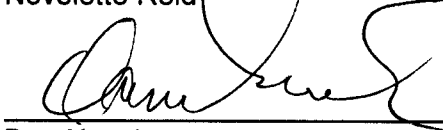
The power to adopt, alter, amend or repeal the Bylaws of the Corporation shall be initially vested in the Directors, until such time that the Corporation is qualified a exempt organization by the internal Revenue Service, and thereafter the Bylaws of the Corporation shall be amended and or modified in accordance with the provisions of the Bylaws.

IN WITNESS WHEREOF, we, the undersigned, being all of the subscribers of the Corporation, have set our hands and seals this day of June 4, 2015.

  
\_\_\_\_\_  
Leo A. Gosser

  
\_\_\_\_\_  
Harry Pellish

  
\_\_\_\_\_  
Novelette Reid

  
\_\_\_\_\_  
Dan Novak

**CERTIFICATE DESIGNATING RESIDENT AGENT  
AND REGISTERED OFFICE**

In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

BROWARD BEEKEEPERS ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, hereby designates Steven A. Weinberg, Esq., its registered agent and c/o Frank, Weinberg & Black, P.L., 705 S.W. 6<sup>th</sup> Court, Plantation, Florida 33324 as its registered office.

ACCEPTANCE

Having been named as registered agent for the above named corporation, I hereby agree to act in such capacity for such corporation at its registered office.

  
Steven A. Weinberg  
(Registered Agent)



June 10, 2015

FLORIDA DEPARTMENT OF STATE

Division of Corporations

BROWARD BEEKEEPERS ASSOCIATION, INC.

C/O FRANK, WEINBERG & BLACK, P.L.

7805 S.W. 6TH COURT

PLANTATION, FL 33321

The Articles of Incorporation for BROWARD BEEKEEPERS ASSOCIATION, INC. were filed on June 9, 2015, and assigned document number N15000005751. Please refer to this number whenever corresponding with this office.

This document was electronically received and filed under FAX audit number H15000138909.

To maintain "active" status with the Division of Corporations, an annual report must be filed yearly between January 1st and May 1st beginning in the year following the file date or effective date indicated above. It is your responsibility to remember to file your annual report in a timely manner.

A Federal Employer Identification Number (FEI/EIN) will be required when this report is filed. Apply today with the IRS online at:

<https://sa.www4.irs.gov/modiein/individual/index.jsp>.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding corporations, please contact this office at (850) 245-6052.

Sincerely,  
Valerie Herring  
Regulatory Specialist II  
New Filings Section  
Division of Corporations

Letter Number: 715A00012183