

AMENDED ARTICLES OF INCORPORATION

Royal Oak Community Alliance, Inc.

January 2017

ARTICLE I - NAME AND PRINCIPAL LOCATION

The name of this Corporation shall be Royal Oak Community Alliance, Inc. (aka ROCA) and it shall be located in Brevard County, Florida, with its principal headquarters at Titusville, Florida.

ARTICLE II – PURPOSES

This Corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax codes).

ROCA shall sponsor, promote, and support the development of community-related activities throughout Titusville and specifically in the Royal Oak Community to encourage participation in and appreciation of the Royal Oak Subdivision and the Titusville community. The Alliance will act as the focal point for neighborhood activities, analyzing area resources and physical needs, developing long range plans for the community, and supporting activities to coordinate actions and promote programs of safety, aesthetics, and quality of life beneficial to the residents, the public, and visitors to the area.

No part of any net earnings shall inure to the benefit of any member, director, or officer. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE III – MEMBERSHIP

The membership of this Corporation shall constitute all persons hereinafter named as Directors and officers, and such other persons and organizations as, from time to time, hereafter may become members in the manner provided by the bylaws.

ARTICLE IV – TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V - ORIGINAL SUBSCRIBERS

The names and residences of the subscribers of this corporation are as follows:

Daniel C. Powell	3000 Saunders Place, Titusville, Florida
Thomas Smith	1810 Diane Drive, Titusville, Florida
Mrs. Paul (Nancy) Wilkinson	3442 Zaharis Drive, Titusville, Florida
Mrs. B. C. (Sherry) Rothfield	2241 Country Club Drive, Titusville, Florida

ARTICLE VI – GOVERNANCE

The affairs of this corporation are managed by the officers: President, Vice President, Secretary, and Treasurer; and a Board of Directors consisting of the above officers and such other members as may be provided in the bylaws. The officers and directors shall be elected at the annual meeting of the corporation, as provided in the bylaws, to hold office until the end of the succeeding annual meeting or other period as appropriate.

ARTICLE VII - DIRECTORS

This Corporation shall have not less than five nor more than fifteen Directors. The Board of Directors may be increased or decreased as provided in the bylaws. The names and addresses of the persons currently serving as Directors and officers of the Corporation are:

- | <u>Names</u> | <u>Addresses</u> |
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| • William Queen, 3085 Saunders Place, Titusville FL 32780 (President) | |
| • Albert M. Koller, Jr., 2645 Royal Oak Drive, Titusville, FL 32780 (Vice President) | |
| • Rose Roach, 3100 Saunders Place, Titusville FL 32780 (Secretary) | |
| • Harriett Zbiegien, 3030 Saunders Place, Titusville FL 32780 (Treasurer) | |
| • James E. Hattaway, 3443 Trevino Circle, Titusville FL 32780 | |
| • Earl P. Johnson, Jr., 3105 Saunders Place, Titusville FL 32780 | |
| • Wendell K. Murray, 2625 Royal Oak Drive, Titusville FL 32780 | |
| • Zoheir Chehayeb, 3595 Travis Place, Titusville FL 32780 | |

The officers and Directors may employ or arrange for services by such persons as they deem necessary in carrying out their duties for the proper administration and operation of the Corporation.

ARTICLE VIII - BYLAWS

The bylaws of this corporation shall be made, altered, or rescinded by a two-thirds (2/3) majority of the Board present at any meeting called for such purpose.

ARTICLE IX - AMENDMENTS

These Articles of Incorporation shall be amended only by proposal and adoption by two-thirds (2/3) of the Board of Directors. Amendments shall be effective when a copy thereof, properly executed and acknowledged, has been filed with the Florida Department of State.

ARTICLE X - POWERS

The Corporation is to have the power to do any and all things necessary or expedient for carrying out the objectives and purposes of the Corporation and in general to possess all rights, privileges and immunities, and enjoy all the benefits granted to Corporations of similar character under the laws of the State of Florida, including:

- A. Make contracts, incur liabilities, and borrow money as the Corporation may determine suitable.
- B. Purchase, take, receive, lease, take by gift or bequest, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.
- C. Acquire, enjoy, utilize, and dispose of patents, copyrights, trademarks, licenses and other rights or interests thereunder and therein.
- D. Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.
- E. Adopt, change, amend and repeal bylaws consistent with law and these Articles of Incorporation.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any 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 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 corresponding section of any future Federal tax code).

ARTICLE XI - DISSOLUTION

If the Board of Directors determines by two-thirds (2/3) vote that the Royal Oak Community Alliance, Inc. should be dissolved as a nonprofit organization under Florida laws, all assets and property held by it, whether in trust or otherwise, shall, after payment of its liabilities, be paid over to an organization which itself has similar purposes and has established an appropriate tax exempt status under Section 501(c)(3) of the United States Internal Revenue Code as now enacted or as it may hereafter be amended.

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