

APPROVED  
AND  
FILED

**ARTICLES OF INCORPORATION  
OF  
BETA ETA ALUMNI CHAPTER, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To: *State of Florida  
Department of State  
Tallahassee, FL 32399*

*IN ACCORDANCE WITH Section 617.0202 and 617.0203, Florida Statutes, the undersigned incorporator files the following Articles of Incorporation:*

**ARTICLE I  
Name**

The name of the corporation shall be **BETA ETA ALUMNI CHAPTER, INC.** (hereinafter the "Corporation")

**ARTICLE II  
Address**

The principal office and mailing address of the Corporation shall be:

423 West College Avenue  
Tallahassee, FL 32301

**ARTICLE III  
Purpose**

The Corporation shall be a not-for-profit corporation operated under Chapter 617, Florida Statutes. This organization is organized and operated exclusively to effect the voluntary association of qualified members of the Pi Kappa Phi Fraternity for their mutual benefit, for literary, educational, and fraternal purposes within the meaning of section 501(c)(7) of the Internal Revenue Code. Notwithstanding any other provision of these articles, the Beta Eta Alumni Chapter, Inc. shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(7) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

Without limiting the generality of the foregoing, the purposes of the Corporation include, but are not limited to: (1) conducting social events, (2) holding of literary and educational seminars, (3) publication of newsletters and other communications, (4) fostering a spirit of fellowship and camaraderie among

alumni members of the Beta Eta Chapter of Pi Kappa Phi Fraternity at Florida State University, (5) providing alumni of the Beta Eta Chapter of Pi Kappa Phi Fraternity an opportunity to maintain a life-long association with the chapter and National Fraternity, (6) providing a framework for alumni with a common interest to meet formally and informally for educational and other alumni oriented purposes, (6) fostering the active interest, support, and involvement of alumni in the affairs of the Beta Eta Chapter of Pi Kappa Phi Fraternity at Florida State University, and all manner of other purposes and activities of literary, educational, and fraternal nature for the mutual benefit of the members. Furthermore, the Corporation shall do all and everything necessary, lawful, and proper for the accomplishment or attainment of any of the purposes previously mentioned, and generally, to perform acts, to transact business, and to exercise powers in connection with the preceding purposes but only to such extent as may be consistent with law or with such further specific limitations on the Corporation's purposes and powers as may be imposed in these articles.

#### **ARTICLE IV** **Members**

The Corporation shall have one or more classes of members, the designations, qualifications, and rights of each class, and any quorum voting rights and notice requirements for which shall be set forth in the Bylaws; provided, however, that those individuals who shall be qualified for membership in the Corporation shall be all such persons who are members in good standing of the various chapters of The Pi Kappa Phi Fraternity.

#### **ARTICLE V** **Directors**

Directors of the Corporation shall be elected as set forth in the Corporation's Bylaws and shall serve until their successors are elected. The number of directors may be changed by a bylaw duly adopted by those members entitled to vote; provided, however, that in no event shall the number of directors be changed to a number fewer than three (3). Until Bylaws have been adopted, directors shall be elected as provided in Chapter 617, Florida Statutes, or any statute adopted in succession thereof.

**ARTICLE VI**  
**Distribution of Assets Upon Dissolution**

In the event that the Corporation's charter should be suspended or revoked, the National Council of The Pi Kappa Phi Fraternity, subject to the rights of the members, may appoint directors to fill vacancies and take other necessary lawful steps to reinstate or revive the corporation.

In the event that the Corporation shall be dissolved in accordance with procedures established by law, any net assets remaining after winding up the Corporation's affairs shall be distributed to the Chapter Investment Fund in the name of the Beta Eta Chapter with The Pi Kappa Phi Foundation, a South Carolina non-profit corporation, or to the successors or assigns of the same.

**ARTICLE VII**  
**Powers**

The corporate powers of this Corporation are as provided in Section 617.0302, Florida Statutes.

**ARTICLE VIII**  
**Amendments to Articles**

These articles may be amended as set forth in the Bylaws of the Corporation. Until Bylaws have been adopted, these articles may be amended as provided in Chapter 617, Florida Statutes, or any statute adopted in succession thereof.

**ARTICLE IX**  
**Incorporator**

The name and street address of the incorporator is Paul L. Nichols, III, 2352 Merrigan Place, Tallahassee, Florida 32309.

**ARTICLE X**  
**Address of Registered Office and Agent**

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 227 South Calhoun Street, Tallahassee, Florida 32301. The name of the initial Registered Agent of the Corporation at the above address shall be J. Jeffry Wahlen. The Board of Directors may from time to time change

the Registered Office to any other address in the State of Florida or change the Registered Agent.

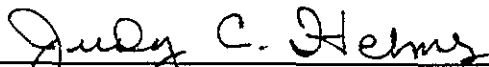
IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporator to the foregoing Articles of Incorporation, has executed these Articles of Incorporation this 6 day of January, 2005.

  
\_\_\_\_\_  
PAUL L. NICHOLS, III

STATE OF FLORIDA  
COUNTY OF LEON

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Paul L. Nichols, III, who is personally known to me and who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 6<sup>th</sup> day of January, 2005.

  
\_\_\_\_\_  
NOTARY PUBLIC Judy C. Helms  
State of Florida at Large

My Commission Expires:




Judy C. Helms  
MY COMMISSION # DD153776 EXPIRES  
November 13, 2006  
BONDED THRU TROY FAIN INSURANCE, INC.

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**

In compliance with Sections 617.0501 and 48.091, Florida Statutes, the following is submitted:

BETA ETA ALUMNI CHAPTER, INC., desiring to organize as a corporation under the laws of the State of Florida, has designated 227 South Calhoun Street, Tallahassee, Florida 32301 as its initial Registered Office and has named J. Jeffry Wahlen, located at said address as its initial Registered Agent.

  
\_\_\_\_\_  
PAUL L. NICHOLS, III

Date: 1/6/05

Having been named registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as registered agent.

  
\_\_\_\_\_  
J. JEFFRY WAHLEN  
Registered Agent

Date: 1.6.05

05 JAN -6 PM 3:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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