

**Tom Schedler**  
SECRETARY OF STATE

*As Secretary of State, of the State of Louisiana, I do hereby Certify that*

the attached document(s) of

**KREWE OF GOOD FRIENDS OF THE OAKS, INC.**

are true and correct and are filed in the Louisiana Secretary of State's Office.

34373148N	ORIGF	2/1/1991	8 page(s)
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In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

February 10, 2017

*Secretary of State*

WEB 34373148N



Certificate ID: 10795423#NJH62

To validate this certificate, visit the following web site, go to **Business Services, Search for Louisiana Business Filings, Validate a Certificate**, then follow the instructions displayed.

[www.sos.la.gov](http://www.sos.la.gov)

UNITED STATES OF AMERICA  
STATE OF LOUISIANA  
PARISH OF WEST BATON ROUGE

ARTICLES OF INCORPORATION OF  
KREWE OF GOOD FRIENDS OF  
THE OAKS, INC.

BE IT KNOWN, that on this 30th day of January, 1991, before me, the undersigned Notary Public duly commissioned and qualified in and for the Parish of West Baton Rouge, State of Louisiana, personally came and appeared the several parties, all of the full age of majority, whose signatures are subscribed hereto who declare, in the presence of the undersigned competent witnesses that availing themselves of the provisions of the Louisiana R.S. 12:201-269 (1950, as amended), they do hereby organize a nonprofit corporation under and in accordance with these articles of incorporation, as follows:

ARTICLE I.

The name of this corporation is KREWE OF GOOD FRIENDS OF THE OAKS, INC.

ARTICLE II.

This corporation is organized and it shall be operated exclusively as a social club for the purposes of staging, holding, and conducting carnival parades and balls for the pleasure, amusement and entertainment of its members, guests and the general public: for the conduct of other social activities and forms of amusement for the pleasure and entertainment of its members and guests, and for the promotion, engagement in and assisting in such nonprofit civic, cultural and educational purposes it may elect, pursuant to the laws of the state and appropriate Federal Laws and Regulations governing tax exempt corporations, namely, U.S.C. 26. 501 (c)(7), and U.S. Treasury regulation 1:501 (c)(7).

ARTICLE III.

This corporation shall enjoy perpetual corporate existence unless sooner dissolved in accordance with law.

ARTICLE IV.

The location of its registered office 615 South Jefferson Avenue, Port Allen, Louisiana 70767, and its mailing address is P.O. Box 1, Port Allen, Louisiana, 70767.

ARTICLE V.

The names and addresses of its registered agents are:

Elaine C. Hill  
767 Avenue E.  
Port Allen, Louisiana 70767

Ruth M. Robeau  
615 S. Jefferson Avenue  
Port Allen, Louisiana 70767

## ARTICLE VI.

This corporation shall be a nonprofit corporation and shall have no capital stock. Evidence of membership shall be issued pursuant to the provisions of Article VII hereof.

The corporation shall be operated and maintained by such membership dues, fees, assessments and endowments as the board of directors shall determine to be necessary or acceptable for the proper functioning of the corporation.

Under no circumstances shall any of the net earnings, income, or assets of the corporation inure to the benefit of its members, directors, officers or any other private persons, 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 II hereof.

The corporation shall neither participate in, nor intervene (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activity or activities not permitted to be engaged in (a) by a corporation exempt from Federal Income Taxes under Section 501 (c)(7) of the Internal Revenue Code of 1954 (or any 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 provisions of any future United States Internal Revenue Law).

## ARTICLE VII

Membership in this corporation shall be by invitation only and shall consist of persons of lawful age who have been admitted to membership according to the provisions of these articles and by laws governing membership adopted in implementation of these articles, and who have paid all current fees, dues, and/or other assessments lawfully imposed by the board of directors. Each member shall have one vote and all members shall have equal voting rights and privileges. Provided, however, each member shall have one vote only and there shall be no cumulative voting in the election of directors.

Cancellation, forfeiture and suspension of membership and attending privileges, for failure to pay dues, fees and/or assessments lawfully imposed shall, after reasonable notice, be decreed by the board of directors in accordance with the procedure set forth in the by laws.

Membership shall be limited to persons residing within the following described territorial area, or whose residences front on the ensuing named public streets and

ways of the City of Port Allen, Parish of West Baton Rouge, Louisiana, to-wit:

The area bounded North by those properties fronting on the North side of Avenue A, East by the Mississippi River Levee; South by properties fronting on the South side of Oaks Avenue, and West by the east right of way of the service road of Louisiana Highway 1 (Alexander Avenue).

#### ARTICLE VIII.

The affairs of this corporation shall be managed by a board of directors consisting of nine (9) members elected by the membership at the annual membership meeting to be held on the second Tuesday in August each year. The initial nine member board shall consist of three (3) members elected for a period of one (1) year; three (3) members elected for a period of two (2) years, and; three (3) members elected for a period of three (3) years. Subsequently, three (3) members shall be elected annually to fill the vacancies created by the terms expiring each year.

#### ARTICLE IX.

Provided, however, the first board of directors of this corporation shall be those persons stated in Article XIII hereof who shall serve as such until the first annual meeting to be held as hereinabove set out. The board of directors shall elect a president and vice president from its membership, which officers shall serve two (2) year terms. The board shall also elect a secretary and treasurer who shall serve at the pleasure of the board. Vacancies in the office of president, vice president, secretary and treasurer, arising from any cause whatsoever, shall be filled by the board for the remainder of the term in the event of a vacancy in the office of president or vice president.

#### ARTICLE X.

Four (4) regular membership meetings shall be held annually on the second Tuesday of the month preceeding Mardi Gras, the second Tuesday of the month following Mardi Gras, the second Tuesday of August, and the second Tuesday of October. Regular or special meetings of the board of directors shall be held on such schedule as the board shall provide for in the by laws.

Should the date of any regularly scheduled membership meeting coincide with a legal holiday such meeting shall be held on the next ensuing Tuesday which is not a legal holiday, unless the by laws provide otherwise. Notice of a regularly scheduled membership meeting shall be given by the president in writing at least three (3) days prior to the meeting date. Should the president fail, neglect or refuse to give such notice, the secretary or any member of the board of directors may give such notice at least three (3) days prior to the meeting. Provided that, upon vote of two-thirds (2/3) of the members of the board of directors, business

of the corporation may be conducted by mail ballot in lieu of the regular membership meeting, excepting the meeting at which directors are elected. Provided further, that upon written request of forty (40%) per cent of the membership served on the president, the president shall call a membership meeting to be held in not less than ten (10) nor more than thirty (30) days from date of such service.

Twenty (20) per cent or more of the total membership present in person or represented by proxy shall constitute a quorum for holding any regular or special membership meeting. A majority of votes actually cast at any such meeting shall be determinative as the final outcome of any issue voted upon at such a meeting, excepting only that directors shall be elected by plurality vote. All proxies shall be revocable at the will of the procurator and shall be revoked by the death of procurator.

#### ARTICLE XI

The board of directors shall have power to make, amend and repeal by laws to govern this corporation, provided they accord with and do not violate or contravene these articles or any state laws governing nonprofit corporations. Matters pertaining to capital outlay shall be approved by two-thirds (2/3) vote of the board of directors. Amendment or alteration of these articles may be adopted by a two-thirds (2/3) vote of the voting members present and voting at any regular or special membership meeting the notice of which sets forth the proposed amendment or amendments or a summary of the change or changes to be made thereby.

#### ARTICLE XII

Upon dissolution of this corporation, the board of directors shall, after paying or making provisions for payment of all liabilities of the corporation, dispose of all corporate assets exclusively for the purposes of the corporation in such manner, or to such organization or organizations as may be permitted under applicable Federal Law and United States Treasury Regulations as the board of directors shall determine. Any assets not so disposed of shall be disposed of by State District Court in which the principal office of this corporation is located for the benefit of the following institutions in the order of priority, namely: (1) The West Baton Rouge Parish Public Library or its successor organization; (2) The West Baton Rouge Parish Historical Association or its successor organization.

#### ARTICLE XIII.

The names and addresses of the initial board of directors are as follows:

- (1) Elaine C. Hill  
767 Avenue-E  
Port Allen, Louisiana 70767

- (2) Lillian L. Ragan  
816 Avenue G  
Port Allen, Louisiana 70767
- (3) Rebecca A. LeBlanc  
735 Oaks Avenue  
Port Allen, Louisiana 70767
- (4) Robert A. Landry  
426 Avenue B  
Port Allen, Louisiana 70767
- (5) Ruth M. Robeau  
615 South Jefferson Avenue  
Port Allen, Louisiana 70767
- (6) J. McGeary Perkins, Jr.  
525 Avenue F  
Port Allen, Louisiana 70767
- (7) Donald J. Hurst, Jr.  
553 Avenue C  
Port Allen, Louisiana 70767
- (8) Marie G. Hurst  
553 Avenue C  
Port Allen, Louisiana 70767
- (9) Agnes Mae B. Schlatre  
613 Avenue F  
Port Allen, Louisiana 70767

ARTICLE XIV

The first officers of this corporation are:

J. McGeary Perkins, Jr., President, 525 Avenue F, Port Allen, LA 70767  
 Rebecca A. LeBlanc, Vice President, 735 Oaks Ave., Port Allen, LA 70767  
 Cindy Landry, Secretary, 610 Whitehead Blvd., Port Allen, LA 70767  
 Sharon D. Landry, Treasurer, 232 Whitehead Blvd., Port Allen, LA 70767

The officers and directors of this corporation shall serve until their successors are elected in accordance with the provisions of these Articles.

ARTICLE XV

The Incorporators, officers and directors of this corporation claim the benefits of the limitation of liability of the provisions of La. R.S. 12:24 C (1968, as amended 1987) to the fullest extent allowed by law as fully and completely as though said provisions were recited herein in full.

Thus done and passed before me in the City of Port Allen, Parish of West Baton Rouge, State of Louisiana, on the day, month and year first above written, in the presence of the undersigned competent witnesses residing in the Parish of West Baton Rouge, Louisiana, after due reading of the whole.

WITNESSES:

Anthony Robert  
Anna Belle Robeau

Ernie C. Hill  
Lillian L. Ragan  
Rebecca A. LeBlanc  
Robert A. Landry  
Ruth M. Robeau

WITNESSES:

Anthony J. Hebert  
Carla Belle Robeau

Jim Young Perkins Jr  
Donald J. Hurst Jr  
Marie G. Hurst  
Agnes Mae B. Schlatter

Paul B. Landry  
NOTARY PUBLIC

ACKNOWLEDGMENT

STATE OF LOUISIANA

PARISH OF WEST BATON ROUGE

On the 30th day of January, 1991, personally came and appeared Elaine C. Hill, Lillian L. Ragan, Rebecca A. LeBlanc, Robert A. Landry, Ruth M. Robeau, J. McGeary Perkins, Jr., Donald J. Hurst, Jr., Marie G. Hurst, and Agnes Mae B. Schlatter, known to me to be the persons described in and who executed the foregoing instrument, who acknowledged that they executed it as their free act and deed.

WITNESSES:

Anthony J. Hebert  
Carla Belle Robeau

Elaine C. Hill  
Lillian L. Ragan  
Rebecca A. LeBlanc  
Robert A. Landry  
Ruth M. Robeau  
Jim Young Perkins Jr  
Donald J. Hurst Jr  
Marie G. Hurst  
Agnes Mae B. Schlatter

SWORN TO AND SUBSCRIBED before me on the day, month and year first above written.

Paul B. Landry  
NOTARY PUBLIC


AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT  
BY DESIGNATED REGISTERED AGENT  
ACT 769 OF 1987

To the State Corporation Department  
State of Louisiana

STATE OF Louisiana

PARISH/COUNTY OF West Baton Rouge

On this 5th day of February, 19 91, before me, a Notary Public in and for the State and Parish aforesaid, personally came and appeared Elaine C. Hill, who is to me known to be the person, and who, being duly sworn, acknowledged to me that he does hereby accept appointment as the Registered Agent of Krewe of Good Friends of the Oaks, Inc. which is a Corporation authorized to transact business in the State of Louisiana pursuant to the provisions of the Title 12, Chapter 1, 2 and 3.

  
REGISTERED AGENT

Subscribed and sworn to before  
me on the day, month, and year  
first above set forth

  
NOTARY PUBLIC

NOTE: If the Agent is a Corporation authorized to act as an agent then the affidavit must be executed by an officer of the corporation.



AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT  
BY DESIGNATED REGISTERED AGENT  
ACT 769 OF 1987

To the State Corporation Department  
State of Louisiana

STATE OF Louisiana

PARISH/COUNTY OF West Baton Rouge




On this 5th day of February, 19 91, before me, a Notary Public in and for the State and Parish aforesaid, personally came and appeared Ruth M. Robeau, who is to me known to be the person, and who, being duly sworn, acknowledged to me that he does hereby accept appointment as the Registered Agent of Krewe of Good Friends of the Oaks, Inc which is a Corporation authorized to transact business in the State of Louisiana pursuant to the provisions of the Title 12, Chapter 1, 2 and 3.

Ruth M. Robeau  
REGISTERED AGENT

Subscribed and sworn to before  
me on the day, month, and year  
first above set forth

Paul B. Lindroff  
NOTARY PUBLIC

NOTE: If the Agent is a Corporation authorized to act as an agent then the affidavit must be executed by an officer of the corporation.

<b>Tom Schedler</b> <b>Secretary of State</b> 	<b>DOMESTIC CORPORATION</b> <b>ANNUAL REPORT</b> <b>For Period Ending</b> 2/1/2016	 34373148N  2016	
<b>Mailing Address Only (INDICATE CHANGES TO THIS ADDRESS IN THIS BOX)</b> 34373148 N KREWE OF GOOD FRIENDS OF THE OAKS, INC.  409 AVE. B PORT ALLEN, LA 70767	1	<b>(INDICATE CHANGES TO THIS ADDRESS IN THIS BOX)</b> <b>Registered Office Address in Louisiana (Do not use P. O. Box)</b> 409 AVE. B PORT ALLEN, LA 70767  Federal Tax ID Number	
Our records indicate the following registered agents for the corporation. Indicate any changes or deletions below. All agents must have a Louisiana address. Do not use a P. O. Box. <b>A NEW REGISTERED AGENT REQUIRES A NOTARIZED SIGNATURE</b> TONI RANSOME 409 AVENUE B PORT ALLEN, LA 70767			
I hereby accept the appointment of registered agent(s).	Sworn to and subscribed before me on NOTARY NAME MUST BE TYPED OR PRINTED WITH NOTARY #		
<b>New Registered Agent Signature</b>	<b>Notary Signature                      Date</b>		
This report reflects a maximum of three officers or directors from our records for this corporation. Indicate any changes or deletions below. Include a listing of all names along with each title held and their address. Do not use a P. O. Box. If additional space is needed attach an addendum.			
REBECCA LEBLANC 735 OAKS AVENUE PORT ALLEN, LA 70767  THERESA LANDRY 426 AVENUE B PORT ALLEN, LA 70767	Officer   Secretary/Treasurer		
The filing of a false public record, with the knowledge of its falsity, is a crime, subjecting the filer to the fine or imprisonment or both under R.S. 14:133.			
<b>SIGN →</b>	<b>To be signed by an officer or director</b> TONI L RANSOME (SIGNED ELECTRONICALLY)  Signee's address	Title PRESIDENT  Email Address lsutigertoni@aol.com	Phone   Date 02/05/2016  (For Office Use Only)
Enclose filing fee of    \$10.00  <b>Make remittance payable to Secretary of State</b> <b>Do Not Send Cash</b> <b>Do Not Staple</b>  web site: <a href="http://www.sos.louisiana.gov">www.sos.louisiana.gov</a>		Return by:                      2/1/2016  To: <b>Commercial Division</b> <b>P. O. Box 94125</b> <b>Baton Rouge, LA 70804-9125</b> <b>Phone (225) 925-4704</b>	<b>DO NOT STAPLE</b>
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UNSIGNED REPORTS WILL BE RETURNED