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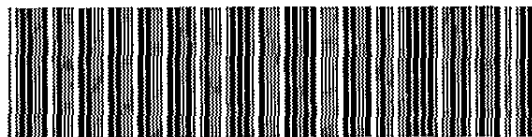
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

me ul:

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: HALLANDALE BEACH SPORTS COMPLEX, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: David Jove, Incorporator  
Name (Printed or typed)

400 S. Federal Highway  
Address

Hallandale Beach, FL 33009  
City, State & Zip

(954) 457-1325  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION**

**OF**

**HALLANDALE BEACH SPORTS COMPLEX, INC.**

**FILED**

**02 NOV -4 PM 2: 25**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

We, the undersigned, do hereby associate ourselves together for the purpose of forming and becoming a corporation not for profit, for charitable purposes under the laws of the State of Florida and under the provisions of Chapter 617 of the Florida Statutes, and do hereby certify that we have become such corporation under and pursuant to the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation shall be:

**HALLANDALE BEACH SPORTS COMPLEX, INC.**

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

Office of the City Manager  
400 S. Federal Highway  
Hallandale Beach, Florida 33009

**ARTICLE III. PURPOSES**

The general nature of the objects and purposes of this corporation shall be to engage in charitable purposes and in the furtherance of education, athletic, cultural enhancement, and quality of life for school age children and the community by undertaking endeavors of all kinds towards the erection and construction of an athletic sports complex and park for the use of the Hallandale High Public School and the community. The corporation shall receive monies, gifts, materials, and equipment for the charitable purposes outlined according to the by-laws and policies of the corporation. Further, the corporation may adopt and establish by-laws, and make all rules and

regulations deemed necessary and expedient for the management of its affairs, in accordance with law and not inconsistent with these Articles of Incorporation; and to take, manage, hold and dispose of property, real and personal, of said corporation, and to do all things necessary and incidental to the purposes of this corporation and otherwise permitted by law. All revenue, income, and money received from the conduct of this corporation shall be used for the furtherance of the purposes of this corporation and not for the benefit of the members of this corporation either individually or collectively.

In the event this corporation shall acquire surplus income that is not used towards the charitable purposes of this corporation, then the corporation shall use and apply the whole or any part of the income and the principal exclusively for charitable purposes either directly or by contributions to organizations duly authorized to carry on charitable activities, and which would then qualify under the provisions of Section 501 (c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, provided, however, that no part of such income or such principal shall be contributed to any organization whose net earnings, or any part thereof, inure to the benefit of any private shareholder or individual or any substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

Said corporation is organized exclusively for charitable, educational, athletic and cultural purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or 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 this Article.

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 or in opposition to any candidate for public office. 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, or the 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 the corresponding section of any future federal tax code. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose, or such other purpose as described in these Articles of Incorporation. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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. As a means of accomplishing the foregoing purposes, the corporation shall have all of the powers granted to a non-profit corporation as set forth in Chapter 617 of the Florida Statutes and any amendments thereto.

#### **ARTICLE IV. MANNER OF ELECTION**

The membership of this corporation shall constitute all persons hereinafter named as subscribers and such other persons as, from time to time hereafter, may become members in the manner provided in the by-laws.

#### **ARTICLE V. INITIAL SUBSCRIBERS AND BOARD OF DIRECTORS**

The following persons shall constitute the Initial Subscribers, Board of Directors, and Officers of the corporation until the selection of their successors. The affairs of the corporation shall be managed by a Board of Directors of not less than five (5) people. Their number, qualifications, term of office and manner of selection shall be fixed in the by-laws.

Dorothy Ross  
400 South Federal Highway  
Hallandale Beach, Florida 33009

Francine Schiller  
400 South Federal Highway  
Hallandale Beach, Florida 33009

William Julian  
400 South Federal Highway  
Hallandale Beach, Florida 33009

Anthony Musto  
400 South Federal Highway  
Hallandale Beach, Florida 33009

Joy Cooper  
400 South Federal Highway  
Hallandale Beach, Florida 33009

#### **ARTICLE VI. OFFICERS**

The Officers of the corporation shall be a President, Vice-President, Secretary, and Treasurer. The Officers shall be elected by the Board of Directors, each to serve for two (2) years and until the election of a successor. The initial officers shall be:

President - Mayor Dorothy Ross

Vice-President - Vice-Mayor Francine Schiller

Secretary - Charity Pape, Interim City Manager

Treasurer - Mark Antonio, Finance Director

**ARTICLE VII. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VIII. CORPORATE SEAL**

This corporation shall have a corporate seal prescribed by the Board of Directors and the same shall contain the words,

“A corporation not for profit”

**ARTICLE IX. BY-LAWS**

The Board of Directors of this corporation may provide such by-laws for the conduct of business and the carrying out of its purposes as they may deem necessary from time to time and such by-laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

**ARTICLE X. AMENDMENTS**

Amendments to these Articles of Incorporation may be made by a majority vote of the Board of Directors. Amendments may be initiated by the Board of Directors only, and shall be published to the Board at least two weeks prior to adoption.

**ARTICLE XI. RESIDENT AGENT**

The initial resident agent and his address for the corporation is:

Mark Goldstein, City Attorney  
400 S. Federal Highway  
Hallandale Beach, Florida 33009

The Board of Directors may from time to time move the principal office to any other address in Florida.

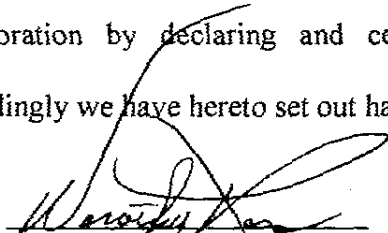
**ARTICLE XII. INCORPORATOR**

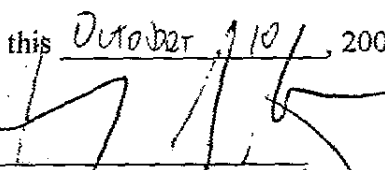
The name and address of the Incorporator is:

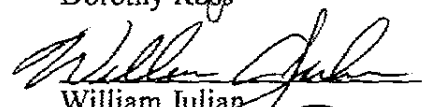
David Jove, Assistant City Attorney  
400 S. Federal Highway  
Hallandale Beach, Florida 33009

IN WITNESS WHEREOF, the undersigned each being one of the original subscribers of these Articles of Incorporation do make and file these Articles of Incorporation by declaring and certifying that the facts herein stated are true.

Accordingly we have hereto set out hands and seals this October 10, 2002.

  
Dorothy Ross

  
Francine Schiller

  
William Julian

  
Anthony Musto

  
Joy Cooper

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

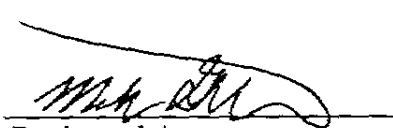
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**ACCEPTANCE BY RESIDENT AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of law relative to keeping open said offices.

DATED this October 10, 2002.

  
Registered Agent