

AUG-11-2004 11:43 AM NASON YEAGER 561 65442 P.01  
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Account Number : 073222003555  
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**FLORIDA NON-PROFIT CORPORATION**

Seacoast Employees Club, Inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION  
OF  
SEACOAST EMPLOYEES CLUB, INC.  
A CORPORATION NOT FOR PROFIT

This is a nonprofit corporation, organized solely for social, fraternal and charitable purposes, pursuant to the Florida Corporations Not For Profit Law set forth in Section 617 of the Florida Statutes.

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ARTICLE I  
CORPORATE NAME

The name of the corporation is: Seacoast Employees Club, Inc.

The principal office of the corporation is: 4200 Hood Rd, Palm Beach Gardens, FL 33410,  
and the mailing address of the corporation is: 4200 Hood Rd, Palm Beach Gardens, FL 33410.

ARTICLE II  
DURATION

The period of duration of this Corporation is perpetual, unless dissolved according to law.  
Corporate existence shall commence upon the filing of these Articles of Incorporation.

ARTICLE III  
GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which the Corporation is formed are:

For the advancement of social, fraternal and charitable purposes, to further cordial relationships and goodwill between and among Seacoast employees and any other related or corresponding purposes. In furtherance of these purposes, the Corporation shall have all powers prescribed by Florida Statute section 617, as amended from time to time.

ARTICLE IV

MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the Bylaws for this corporation.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address and city of the initial registered agent of the Corporation is c/o Nason, Yeager, Gerson, White & Lioce, P.A., 1645 Palm Beach Lakes Boulevard, Suite 1200, West Palm Beach, Florida 33401 and the name of the registered agent at such address is Nathan E. Nason.

ARTICLE VI

MANAGEMENT OF CORPORATE AFFAIRS

The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the corporation shall be established and regulated by the Bylaws, but in no event shall be less than three.

The Directors named herein as the first Board of Directors shall hold office until the next election of directors by the members and until the qualification of their successors in office.

Directors elected at the first election of directors, and at all times thereafter, shall serve until the next succeeding election of directors by the members and until the qualification of their successors in office.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE VII

DIRECTORS - NAMES AND STREET ADDRESSES

The names and addresses of the persons who are to serve as the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Hope Dexter	11024 Legacy Drive #201, Palm Beach Gardens, FL 33410
Bob Takahashi	4232 SW Jarner Rd, Port St. Lucie, FL 34953
Dawn Marie Lynch	8615 Crater Terrace, Lake Park, FL 33403
Alissa Sullivan	109 Locust lane, Royal Palm Beach, FL 33411
Dawn Phillips	1709 N Federal Hwy, Lake Worth, FL 33460
David Wildrick	3111 Gardens Drive E #21, Palm Beach Gardens, FL 33410
Kelly Allison	4357 Arbor Way, Palm Beach Gardens, FL 33410

ARTICLE VIII

CORPORATE NATURE

This Corporation is organized on a non-stock basis.

ARTICLE IX

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the Bylaws of this corporation.

ARTICLE X

ACTIVITIES OF THE CORPORATION

(A) The Corporation shall have all powers prescribed by law, except as limited herein.

(B) The Corporation shall not utilize the name or logo of Seacoast Utility Authority, nor shall the Corporation represent that the Corporation is the agent of Seacoast Utility Authority. Seacoast Utility Authority shall not be responsible for any of the actions, inactions or liabilities of the Corporation, it being acknowledged that the Corporation is an independent legal entity, separate and distinct from Seacoast Utility Authority.

(C) Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

ARTICLE XI

DEDICATION OF ASSETS

The property of the Corporation is irrevocably dedicated to social, fraternal and charitable purposes.

ARTICLE XII

DISTRIBUTION OF ASSETS

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the Corporation by distributing them to the then-existing "monetary contributor" members, as that term is defined in the Corporation's Bylaws.

ARTICLE XIII

AMENDMENT OF BYLAWS

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, The Bylaws of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the Bylaws.

ARTICLE XIV

INCORPORATOR

The name and address of the Incorporator of this corporation is as follows:

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Hope Dexter  
11024 Legacy Drive #201  
Palm Beach Gardens, FL 33410

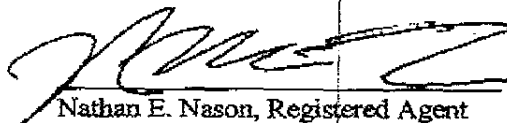
The undersigned, being the Incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, has executed these Articles of Incorporation, this 17<sup>th</sup> day of August, 2007



Hope Dexter, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all the Statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

  
Nathan E. Nason, Registered Agent

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STATE OF FLORIDA )  
COUNTY OF Palm Beach ) SS:

The foregoing instrument was acknowledged before me this 17 day of August, 2004, by Hugh Dexter and Nathan E. Nasen, who is personally known to me OR ( ) who produced \_\_\_\_\_ as identification.

Mary Ann Stiles  
Notary Signature

Mary Ann Stiles  
Print Notary Name

NOTARY PUBLIC  
State of Florida at Large

My Commission Expires 