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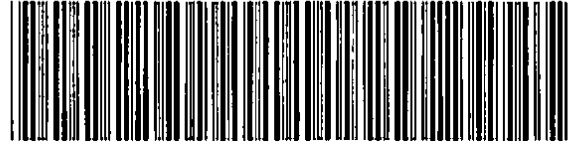
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JUL 31 2019

**LAW OFFICE OF  
W. MICHAEL PARROTT, PLLC**

5481 SW 60<sup>TH</sup> STREET, SUITE 501, OCALA, FL 34474  
P.O. BOX 1838, OCALA, FL 34478-1838  
TEL: (352) 789-6050 | FAX: (352) 789-6081

July 16, 2019

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

VIA OVERNIGHT COURIER

Re: Articles of Incorporation  
Rotary Club of Ocala Brick City, Inc. (Not-for-Profit Florida Corporation)

Dear Sir or Madam:

Please find enclosed the following items, which are being submitted for the above referenced filing:

- Duplicate originals of the Articles of Incorporation of Rotary Club of Ocala Brick City, Inc., including the statement of the registered agent accepting appointment as registered agent; and
- A check payable to Florida Department of State in the amount of \$87.50 to cover the cost of: (a) filing fee \$35.00; (a) registered agent fee \$35.00; (b) certified copy \$8.75; and (c) certificate of status \$8.75.

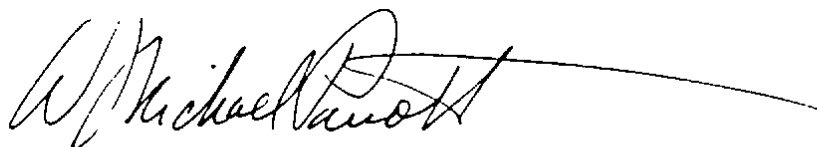
Please return all correspondence concerning this matter to the following address:

W. Michael Parrott  
Law Office of W. Michael Parrott, PLLC  
5481 SW 60<sup>th</sup> Street, Suite 501  
Ocala, FL 34474

If you have any questions or if I may be of further assistance, please call me at (352) 789-6050.

Thank you in advance for your cooperation.

Sincerely,



W. Michael Parrott

Enclosures

19 JUL 17 AM 9:35  
TALLAHASSEE

**ARTICLES OF INCORPORATION  
OF  
ROTARY CLUB OF OCALA BRICK CITY, INC**

**A Florida Not-for-Profit Corporation**

The undersigned incorporator desires to form ROTARY CLUB OF OCALA BRICK CITY, INC. ("the Corporation"), as a not-for-profit corporation under the laws of the State of Florida by delivering these Articles of Incorporation to the Florida Department of State, in accordance with the provisions of the *Florida Not for Profit Corporation Act*, Chapter 617, Florida Statutes ("the Act").

**Article I  
Name**

The name of the Corporation shall be: ROTARY CLUB OF OCALA BRICK CITY, INC.

**Article II  
Effective Date**

The effective date of these Articles of Incorporation shall be the date of filing with the Florida Department of State.

**Article III  
Principal Place of Business**

The principal office of the Corporation shall be located in Marion County, Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the Board of Directors. The address of the principal office of the Corporation shall be as follows:

**Mailing Address:**  
P.O. Box 3654  
Ocala, Florida 34478

**Street Address:**  
2001 S.W. 87<sup>th</sup> Place  
Ocala, Florida 34474

## **Article IV Not for Profit**

The Corporation is a not-for-profit corporation under the Act. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these articles, under law and under §501(c)(4) of the United States Internal Revenue Code of 1986, as amended ("Code"). No member of the Corporation shall have any vested right, interest or privilege in or to the assets, income or property of the corporation, and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under Code §501(c)(4).

## **Article V Purpose**

The Corporation is organized for the purpose of doing any and all lawful business allowed under the laws of the State of Florida and the United States of America, the Corporation being operated exclusively as a not-for-profit corporation for the promotion of social welfare in accordance with Code §501(c)(4). Its object is to encourage and foster the ideal of service as a basis of worthy enterprise and, in particular, to encourage and foster:

The development of acquaintance as an opportunity for service;

High ethical standards in business and professions, the recognition of the worthiness of all useful occupations, and the dignifying by each member of his or her occupation as an opportunity to serve society;

The application of the ideal of service by each member to his or her personal, business and community life; and

The advancement of international understanding, good will, and peace through a world fellowship of business and professional men and women united in the ideal of service.

## **Article VI Powers**

Solely for the purposes stated herein, the Corporation shall have the following powers:

To exercise all rights and powers conferred by the laws of the State of Florida on not-for-profit corporations, including but not limited to those set forth in Chapter 617, Florida Statutes, and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply,

employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.

To engage in and transact any other lawful activity, solely in furtherance of the purposes stated herein, for which not-for-profit corporations may be incorporated under the Act and any amendments thereto, or under any successor statute to the Act.

To do any other things as are incidental to the powers of the Corporation, or necessary or desirable to accomplish the purposes of the Corporation.

## **Article VII Limitation**

No part of the net earnings of the Corporation shall inure directly or indirectly to the benefit of or be distributable to its directors, officers or members, or to any other private person. However, 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 herein. Nothing herein shall prevent the payment in good faith of reimbursement to any director, officer or member of the Corporation for out-of-pocket expenses actually rendered to or on behalf of the Corporation.

## **Article VIII Tax Exempt Status**

It is intended that the Corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation under Code §501(a) as an organization described in Code §501(c)(4). These Articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. All references in these Articles of Incorporation to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

## **Article IX Dissolution**

Upon the dissolution of the Corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute all of the assets of the Corporation exclusively for one or more exempt purposes within the meaning of Code §501(c)(4), in such manner and to such qualified organization or organizations as the board of directors shall determine to be consistent, to the extent possible, with the purposes stated in Article V of these Articles of Incorporation. Any assets not so distributed shall be distributed in accordance with the direction of any court having jurisdiction in the county in which the principal office of the corporation is then located, exclusively for the stated purposes of the Corporation or to a qualified organization or organizations as the court shall determine.

For purposes of this Article, an organization is a "qualified organization" only if, at the time of receiving the assets, it is operated exclusively for the purposes described in Code §501(c)(4).

## **Article X Existence**

This corporation shall have perpetual existence unless sooner dissolved according to law

## **Article XI Board of Directors**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of, the Board of Directors.

The number of Directors of the Corporation shall be not less than seven (7) or more than eleven (11). Directors shall be elected by ballot by all members in good standing of the corporation. The Board of Directors shall consist of the president, vice-president, president-elect, secretary, treasurer, the immediate past president, and so many members of the club so as to constitute a board of not less than seven (7) nor more than eleven (11).

## **Article XII Initial Officers and Directors**

The initial officers and directors of the Corporation are:

<b>President &amp; Director:</b>	Karen Hatch 2001 S.W. 87th Place Ocala, FL 34476
<b>Vice-President &amp; Director:</b>	Lauren Deiorio 2025 S.E. 73rd Loop Ocala, FL 34480
<b>Vice-President &amp; Director:</b>	Joe B. Harding 18400 N.W. 150 <sup>th</sup> Avenue Willison, FL 32696
<b>Secretary &amp; Director:</b>	Kristin Nast 3318 S.E. 3rd Street Ocala, FL 34471

**Treasurer  
& Director:** W. Michael Parrott  
5481 S.W. 60th Street  
Unit 501  
Ocala, FL 34474

**Sergeant-at-  
Arms  
& Director:** W.E. Bishop, Jr.  
5481 S.W. 60<sup>th</sup> Street  
Unit 501  
Ocala, FL 34474

**Director:** Leigh Blair  
1925 S.E. 88<sup>th</sup> Street  
Ocala, FL 34480

**Director:** James Haskins, Sr.  
1951 S.W. 88<sup>th</sup> Street  
Ocala, FL 34480

**Director:** Patti Moring  
820 S.E. 6<sup>th</sup> Street  
Ocala, FL 34471

**Director:** Beverly Wise  
1632 E. Silver Springs Boulevard  
Ocala, FL 34470

**Director:** Greg Wise  
1632 E. Silver Springs Boulevard  
Ocala, FL 34470

### **Article XIII Initial Registered Agent**

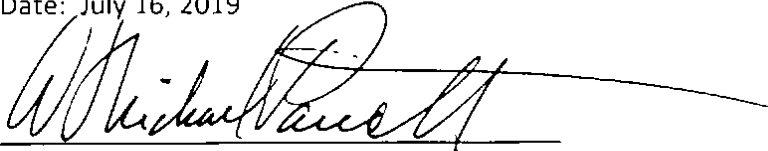
The name and street address of the initial registered agent is:

W. Michael Parrott  
5481 S.W. 60<sup>th</sup> Street  
Unit 501  
Ocala, Florida 34474.

I, W. Michael Parrott, having been named as registered agent and appointed to accept service of process for the above-stated corporation at the place designated in this Article, accept the appointment as registered agent, and agree to act in this capacity. I further agree to comply with the provisions of all

statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: July 16, 2019



W. Michael Parrott, Registered Agent

**Article XIV  
Incorporator**

The name and address of the person signing these Articles of Incorporation as incorporator is:

W. Michael Parrott  
5481 S.W. 60<sup>th</sup> Street  
Unit 501  
Ocala, Florida 34474

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Florida Department of State constitutes a third-degree felony as provided for in §817.155, Florida Statutes.



Date: July 16, 2019

W. Michael Parrott, Incorporator

19 JUL 17 AM 8:35  
FLORIDA DEPARTMENT OF STATE