

N98000002823

TRANSMITTAL LETTER

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

**SUBJECT:** COLUMBIA CLUB OF SEBASTIAN INC.  
(Proposed corporate name - must include suffix)

000002513440--4  
-05/06/98--01073--004  
\*\*\*\*122.50 \*\*\*\*122.50

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

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: PAUL R WOLFF  
Name (Printed or typed)

7701 GIBSON ST.  
Address

SEBASTIAN, FLORIDA 32958  
City, State & Zip

561-589-3514  
Daytime Telephone number

FILED  
98 MAY 18 AM 10:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W98-10520

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

W 5/18/98



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 8, 1998

PAUL R. WOLFF  
7701 GIBSON STREET  
SEBASTAIN, FL 32958

SUBJECT: COLUMBIA CLUB OF SEBASTIAN INC.  
Ref. Number: W98000010520

We have received your document for COLUMBIA CLUB OF SEBASTIAN INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

You must list at least one incorporator with a complete business street address.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6067.

Neysa Culligan  
Document Specialist

Letter Number: 398A00025632

ARTICLES OF INCORPORATION  
OF  
COLUMBIA CLUB OF SEBASTIAN INC.

FILED

98 MAY 18 AM 10:26

PURSUANT TO THE PROVISION OF THE NON-STOCK, NON-PROFIT CORPORATION ACT OF THE STATE OF FLORIDA, THE UNDERSIGNED INCORPORATOR HEREBY FORM A CORPORATION IN THE STATE OF FLORIDA AND THE FOLLOWING ARE ITS ARTICLES OF INCORPORATION.

ARTICLE I

THE NAME OF THE CORPORATION IS COLUMBIA CLUB OF SEBASTIAN INC., WHICH IS AN ADJUNCT OF SEBASTIAN COUNCIL NO. 8009 KNIGHTS OF COLUMBUS.

ARTICLE II

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE: 7701 GIBSON ST. SEBASTIAN, FLORIDA 32958.

ARTICLE III

THE PURPOSES FOR WHICH THIS CORPORATION IS FORMED ARE: (a) TO PROMOTE FRATERNAL, CHARITABLE, EDUCATIONAL, CIVIC, ATHLETIC AND SOCIAL PURSUITS; (b) TO RENDER MUTUAL AID AND ASSISTANCE TO ITS SICK, DISABLED AND NEEDY MEMBERS AND THEIR FAMILIES; AND (c) TO SUPPORT AND COOPERATE WITH ALL OF THE FRATERNAL, CHARITABLE, RELIGIOUS, PATRIOTIC AND CIVIC ENTERPRISES OF SEBASTIAN COUNCIL NO. 8009 KNIGHTS OF COLUMBUS.

THE CORPORATION SHALL HAVE THE POWER TO SUE AND TO BE SUED, TO HOLD, RECEIVE, LEASE AND PURCHASE SUCH REAL ESTATE AND PERSONAL PROPERTY AS MAY BE REQUISITE AND EXPENDIENT FOR ITS PURPOSES, AND TO SELL, LEASE, ENCUMBER AND DISPOSE OF SUCH PROPERTY. IT MAY ADOPT, OR AMEND BY-LAWS, RULES AND REGULATIONS NOT INCONSISTENT WITH APPLICABLE LAWS AND THESE ARTICLES. IT SHALL HAVE ALL OTHER POWERS GRANTED TO NON-STOCK, NON-PROFIT CORPORATIONS BY THE GENERAL LAWS OF THIS STATE. PROVIDED, HOWEVER, AND NOTWITHSTANDING ANY OTHER PROVISIONS OF THESE ARTICLES, THE CORPORATION SHALL NOT CARRY ON ANY ACTIVITIES OR SHALL IT HAVE ANY POWERS PROHIBITED TO AN ORGANIZATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501 (c) 7 OF THE INTERNAL REVENUE CODE. THE CORPORATION SHALL NOT HAVE OR ISSUE SHARES OF STOCK OR PAY DIVIDENDS, NO PART OF ITS EARNINGS OR ASSETS SHALL INURE TO THE BENEFIT OF OR BE DISTRIBUTABLE TO ITS MEMBERS, DIRECTORS, OFFICERS OR OTHER PRIVATE PERSON, EXCEPT THAT IT SHALL BE AUTHORIZED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTION IN FURTHERANCE OF ITS PURPOSES.

THE CORPORATION'S DURATION SHALL BE PERPETUAL. IN THE EVENT OF DISSOLUTION, AFTER PAYMENT OF ALL LIABILITIES, ITS SURPLUS SHALL BECOME THE PROPERTY OF SEBASTIAN COUNCIL NO. 8009 KNIGHTS OF COLUMBUS OR BE DONATED TO A CATHOLIC ORGANIZATION RECOGNIZED BY THE INTERNAL REVENUE SERVICE AS TAX-EXEMPT UNDER SECTION 501 (c) (3) OF THE INTERNAL REVENUE CODE OR THE CORRESPONDING SECTION OF ANY FUTURE UNITED STATES REVENUE LAW AS THE BOARD OF DIRECTORS SHALL DETERMINE.

ARTICLE IV

THE MEMBERSHIP OF THIS CORPORATION SHALL BE COMPOSED SOLELY OF THE ACTIVE MEMBERSHIP IN GOOD STANDING OF SEBASTIAN COUNCIL NO. 8009 KNIGHTS OF COLUMBUS.

UPON TERMINATION OF A PERSON'S MEMBERSHIP IN SEBASTIAN COUNCIL NO. 8009 KNIGHTS OF COLUMBUS HIS MEMBERSHIP IN THIS CORPORATION AND ALL RIGHTS AND PRIVILEGES INCIDENT THERETO SHALL ALSO IMMEDIATELY AND AUTOMATICALLY TERMINATE.

ARTICLE V

THE AFFAIRS OF THE CORPORATION SHALL BE MANAGED BY A BOARD OF DIRECTORS ELECTED FROM THE MEMBERSHIP OF THE CORPORATION IN THE MANNER PROVIDED BY THE BY-LAWS. THE COUNCIL GRAND KNIGHT, DEPUTY GRAND KNIGHT AND TRUSTEES SHALL BE EX-OFFICIO MEMBERS OF THE BOARD OF DIRECTORS. THE BOARD OF DIRECTORS MAY BE INCREASED OR DECREASED AS PROVIDED BY THE BY-LAWS, BUT IN NO CASE SHALL THE NUMBER OF DIRECTORS BE LESS THAN FIVE (5). THE DIRECTORS SHALL HOLD OFFICE FOR A TERM OF THREE YEARS, EXCEPT AS THE BY-LAWS MAY OTHERWISE PROVIDE. COUNCIL OFFICERS SERVING AS DIRECTORS EX-OFFICIO SHALL BE DIRECTORS DURING THEIR TERM OF COUNCIL OFFICE. THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS IS ELEVEN (11), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the corporation, or until their successors are duly elected and qualified, are as follows;

<u>NAME</u>	<u>ADDRESS</u>
DANIEL L. BENZING	9455 108TH AVE. VERO BEACH, FLORIDA 32967
C W CLEMONS	762 CARNIVAL TERRACE SEBASTIAN, FLORIDA 32958
ANGELO DI TRAPANO	962 CHELSEA AVE. SEBASTIAN, FLORIDA 32958
BEN S. ELMO	573 DURANT ST. S.W. SEBASTIAN, FLORIDA 32958

NAME

ADDRESS

PAUL P. KOSTENBAUDER	53 TREASURE CIRCLE SEBASTIAN, FLORIDA 32959
EUGENE J. DERNBACH	920 LANCE ST. SEBASTIAN, FLORIDA 32958
CHESTER A. SCHERER	490 EASY ST. SEBASTIAN FLORIDA 32958
MARTIN E. THIELE	121 ALISA DR. SEBASTIAN, FLORIDA 32958
PAUL R. WOLFF	8085 133rd PLACE ROSELAND, FLORIDA 32957
VINCENT J. YANNIE	7960 126TH ST. ROSELAND, FLORIDA 32957

THE DIRECTORS WHO ARE COUNCIL OFFICERS SHALL SUPERVISE THE ACTIONS OF THE BOARD OF DIRECTORS AND MAY START ACTION TO REMOVE ANY AND ALL DIRECTORS IF THE OFFICERS FIND THEIR ACTIONS TO BE DETRIMENTAL TO THE PURPOSES OF THE CORPORATION OR THE COUNCIL AS THE BY-LAWS MAY PROVIDE.

ARTICLE VI

THE CORPORATION IS LOCATED AND HAS ITS PRINCIPAL OFFICE AT 7701 GIBSON ST. SEBASTIAN, COUNTY OF INDIAN RIVER, STATE OF FLORIDA.

THE AGENT UPON WHO PROCESS OR NOTICE TO THE CORPORATION MAY BE SERVED IS PAUL R. WOLFF 8085 133RD PLACE ROSELAND, FLORIDA 32957 DATED AT SEBASTIAN FLORIDA, ON MAY 2, 1998.

*Paul R. Wolff*

INCORPORATOR/ PAUL R. WOLFF 8085 133rd PLACE ROSELAND. FLORIDA 32957

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY 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.

*Paul R. Wolff*

REGISTERED AGENT

*5-13-98*  
DATE

FILED  
98 MAY 18 AM 10:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA