

N97000006608

POOLE & POOLE, P.A.
Attorneys at Law
SUITE 200, ALLAN BUILDING
303 CENTRE STREET
FERNANDINA BEACH, FLORIDA 32034

WESLEY R. POOLE
H. PRICE POOLE, JR.

FRANCES G. BURGESS, C.L.A.

PLEASE REPLY TO:
POST OFFICE BOX 1280
FERNANDINA BEACH, FL 32035-1280
904/261-0742
FAX # 904/261-0745

November 12, 1997

000002347080--0
-11/14/97--01020--008
*****70.00 *****70.00

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: NASSAU COUNTY AQUATIC ASSOCIATION, INC.,
a not-for-profit corporation

Dear Sirs:

Enclosed are:

1. Check in the amount of \$70.00; and
2. Original Articles of Incorporation for the above referenced corporation.

Please file and let us have your receipt therefor.

Thank you for your continued assistance.

Yours sincerely,

Wesley R. Poole
Wesley R. Poole

WRP/fgb
Enclosure

~~11-17-2005~~

Dmc
11-18-97

~~65#~~

FILED
97 NOV 24 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 18, 1997

WESLEY R. POOLE, ESQ.
POOLE & POOLE, P.A.
P.O. BOX 1280
FERNANDINA BEACH, FL 32035-1280

SUBJECT: NASSAU COUNTY AQUATIC ASSOCIATION, INC.
Ref. Number: W97000026039

We have received your document for NASSAU COUNTY AQUATIC ASSOCIATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 097A00055257

ARTICLES OF INCORPORATION
OF
NASSAU COUNTY AQUATIC ASSOCIATION, INC.

FILED

97 NOV 24 AM 11:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, natural persons competent to contract, acting as incorporators of a corporation not for profit under Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is: NASSAU COUNTY AQUATIC ASSOCIATION, INC.

ARTICLE II. DURATION

The duration of this corporation is perpetual unless dissolved according to law.

Corporate existence shall commence on the date these articles of incorporation are filed by the Department of State.

ARTICLE III. PURPOSES

The purposes and objections of the corporation are such as are authorized under Chapter 617 of the Florida Statutes and include promoting and encouraging growth of year round swimming for all residents in Nassau County, Florida; promoting and encouraging the competition, sport, pleasure, exercise and recreation of its members; establishing and maintaining training facilities for schools and conditions for competitive programs for the entire year; and managing and conducting instructional swimming programs and competitive swimming teams.

The corporation is organized and operated solely for pleasure, recreation, and other nonprofit purposes. No part of

any net earnings shall inure to the benefit of any private member, trustee, or officer of the corporation, except as provided by law.

This corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally, and specifically as provided in Section 617.0302 of the Florida Not For Profit Corporation Act, provided, however, that this corporation has no power to engage in any activity that in itself is not in furtherance of its purposes as set forth in paragraphs (a) through (c) of this Article III.

ARTICLE IV. MEMBERS

The authorized number, qualifications, and manner of admission of members of this corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, the liability of members for dues and/or assessments and the method of collection, and the termination and transfer of membership shall be as set forth in the bylaws of this corporation.

ARTICLE V. BASIS UNDER WHICH CORPORATION ORGANIZED

The corporation is a not for profit corporation as defined by the Not For Profit Corporation Act in Section 617.01401 of the Florida Statutes. As such, it is not organized for the pecuniary gain or profit of, and its net earnings nor any part thereof is attributable to, its members, directors, managers, trustees, officers, or other private persons except as specifically permitted under the provisions of the Florida Not For Profit Corporation Act.

ARTICLE VI. INITIAL PRINCIPAL AND REGISTERED OFFICE AND AGENT

The street address of the principal office and initial registered office of the corporation is: 2068 Orca Court, Fernandina Beach, FL 32034.

The name of the initial registered agent at such office is: JANET K. CROFT.

ARTICLE VII. INCORPORATORS

The names and residences of the incorporators of the corporation are as follows: JANET K. CROFT, 2068 Orca Court, Fernandina Beach, FL 32034; MORRIS R. CROFT, JR., 2068 Orca Court, Fernandina Beach, FL 32034; and AARON P. BEAN, 1511 Inverness Road, Fernandina Beach, FL 32034.

ARTICLE VIII. DIRECTORS

The number of persons constituting the first board of directors is three (3). The names and addresses of the directors who are to serve until the first annual meeting of the members are until their successors are elected and qualified are:

| NAME | ADDRESS |
|----------------------|---|
| JANET K. CROFT | 2068 Orca Court Fernandina Beach, FL 32034 |
| MORRIS R. CROFT, JR. | 2068 Orca Court Fernandina Beach, FL 32034 |
| AARON P. BEAN | 1511 Inverness Road Fernandina Beach, FL 32034 |

At the first annual meeting, the members shall elect from among the members of the corporation three (3) directors for a term of one year each.

ARTICLE IX. MANAGEMENT OF CORPORATE AFFAIRS

The affairs of the corporation are to be managed by a President, Vice President, Secretary, and Treasurer, who will be accountable to the board of administration. Officers will be

elected annually in the manner set forth in the bylaws.

ARTICLE X. BYLAWS

Bylaws will be adopted at the first meeting of the board of directors. The bylaws may be amended, repealed, in whole or in part, by the members in the manner provided by the bylaws. Any amendments to the bylaws shall be binding on all members of this corporation.

ARTICLE XI. 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 the voting members for their vote. Amendments may be adopted by a vote of two-thirds of a quorum of the voting members of the corporation.

ARTICLE XII. INCOME FROM PUBLIC EVENTS

If this corporation holds any events in which members of the general public are invited to participate for a fee, the net proceeds, if any, attributable to participation by nonmembers will be paid over to an organization that is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code on an annual basis, unless this corporation itself is a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XIII. DISTRIBUTION ON DISSOLUTION

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) or 170(c)(2) of the Internal Revenue Code or corresponding sections of that code as subsequently amended, or

to the federal, state, or local government to be used exclusively for public purposes.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator of the corporation, have, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, executed these articles of incorporation on the 11th day of ~~October~~ ^{NOVEMBER}, 1997.

Janet K. Croft
Incorporator: JANET K. CROFT
2068 Orca Court
Fernandina Beach, FL 32034

Morris R. Croft, Jr.
Incorporator: MORRIS R. CROFT, JR.
2068 Orca Court
Fernandina Beach, FL 32034

Aaron P. Bean
Incorporator: AARON P. BEAN
1511 Inverness Road
Fernandina Beach, FL 32034

By my signature below, I hereby accept appointment as the Designated Registered Agent of this corporation.

Janet K. Croft
JANET K. CROFT
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
97 NOV 24 AM 11:58
FILED