00 AUG 16 AM 11: 23

TRANSMITTAL LETTER

SECRETARY OF STATE TALLAHASSEE, FLORIDA

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

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

4 \$87.50

Filing Fee.

Certified Copy & Certificate

ADDITIONAL COPY REQUIRED

Andrew Bowers
Name (Printed or typed)

863-683-4692 Daytime Telephone number

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

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ARTICLES OF INCORPORATION

OF

SEGRETARY OF STATE TALLAHASSEE, FLORIDA

TYLER CLUB #52 COMMUNITY FOUNDATION, INC.

Notice is hereby given that the undersigned incorporators all being of full age, have associated themselves together for the purpose of forming a corporation not for profit, without capital stock, under the provisions of chapter 617, <u>Florida Statutes</u> and we do hereby accept all the rights, privileges, benefits and obligations conferred and imposed by such law, and we do hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLES I - NAME

The name of the Corporation is Tyler Club #52 Community Foundation, Inc. P.O.Box 1424, Lakeland, FL 33802-1424.

ARTICLES II- CORPORATE PURPOSE

The object of the Corporation shall be to receive and maintain a fund or funds or real property or personal property or both, and to distribute and administer the fund or funds including any income or interest generated therefrom, exclusively for charitable, religious or educational purposes related to legal activities.

The purpose for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLES III - MEMBERSHIP

Section 1: Eligibility. Any person shall be eligible for membership in this Corporation upon application to and approval as provided in the bylaws of Corporation.

<u>Section 2: Termination of Membership.</u> Membership may be terminated as provided in the Bylaws of the Corporation.

ARTICLE IV - DURATION

The Corporation shall have perpetual existence.

ARTICLE V - MANAGEMENT

Section 1. The affairs of the Corporation shall be managed with the assistance of the Board of Directors. The Board of Directors shall consist of not less than three (3) and not more than twelve (12) persons. Directors shall be elected or removed in accordance with the procedure provided in the Bylaws.

Section 2. The officers of the Corporation shall be a President, one or more Vice Presidents, a Secretary and a Treasurer. These officers shall be elected and shall hold office in the manner provided in by the Bylaws of the Corporations

ARTICLES VI - INITIAL OFFICERS AND DIRECTORS

The names of addresses of the officers and directors who are to manage all the affairs of the Corporation until the first annual meeting are:

Trustee 1:

Joseph T. Reed Sr.

124 W. Emma Street

Lakeland, Florida 33805

Trustee 2:

Raymond Robinson

1205 Alameda Dr. South Lakeland, Florida 33805

Trustee 3:

Edward Euline

640 N Lake Swoope Dr.

Lakeland, Florida 33850

Andrew Bowers, President 1717 Bell Grove Street Lakeland, Florida 33805

Steve Brown, Vice President 1205 Mayflowers Dr. Lakeland, Florida 33810

Darryl L. Jones, Secretary 3912 Lehman Court Lakeland, Florida 33813

Willie E. Bone, Treasurer 1125 W 6th Street Lakeland, Florida 33805

ARTICLE VII - BYLAWS AND AMENDMENTS TO THE ARTICLES

OF INCORPORATION

The Bylaws of the Corporation shall be made, altered or rescinded by majority vote of the voting membership present or the Board of Directors; provided that notice thereof, which shall include the text of the Bylaws change, has been furnished in writing to each voting member the Corporation at least ten days prior to the meeting at which such alteration to the Bylaws is to be voted upon, whether it be a membership meeting or a Board of Directors' meeting.

The Articles of Incorporation of this Corporation shall be amended to additional provisional added or adopted by a two-third vote of the member so the Board of Directors present or voting by proxy at any meeting thereof, provided that notice thereof, which shall

include the text of the change of Articles of Incorporation has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such Articles of Incorporation change is to be voted upon, followed by the compliance with the Florida Statutes regarding amendments to articles of incorporation of non-profit corporations.

ARTICLES VIII - GENERAL

All income and assets of the Corporation, above necessary expenses, shall be administered solely and exclusively for the corporate purposes selected by the Board of Directors.

This corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers or members. In additional, no part of the income of the corporation shall be distributed to its members, directors, officers or incorporators, provided that the Corporation may pass compensation in a reasonable amount to its members, directors, and officers for services rendered any may confer benefits upon its members in conformity with its purposes.

ARTICLES IX - REGISTERED OFFICE AND REGISTERED AGENT

The above- named incorporators, desiring to organize this Corporation under the laws of the State of Florida, hereby designate the Corporation's Registered office to located at 1717 Bell Grove Street, Lakeland, Florida, 33805, and hereby designate and appoint Andrew Bowers as the Registered Agent of the Corporation, to accept service of process within this state, to serve in such capacity until his successor is selected and duly designated.

ARTICLE X - INDEMNIFICATION

The Corporation shall <u>indemnify</u> and officers, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act.

ARTICLE XI - PROHIBITED ACTIVITIES

The corporation shall not:

- 1. Attempt to influence legislation as a substantial part of its activities.
- 2. Allow any part of its net income to <u>inure</u> to the benefit of officers, directors or members of the corporation, or to any other individuals, except in the furtherance of its charitable purposes.
- 3. Participate to any extent in any political campaign for or against any candidate for public office.
- 4. Conduct any activities not permitted to be carried on by organizations exempt under Section 501 (c) (3) of the Internal Revenue code of 1954, as amended, and its regulations as they now exist or as they may hereafter be amended, or by any organization, contributions to which are deductible under Section 170 (c) (2) of such Code and regulations as they now exist or as they may hereafter be amended.

ARTICLE XII - DEDICATION OF ASSETS

The corporation dedicates all assets which it may acquire to the charitable purpose set forth in Article II hereof. In the event that the corporation shall dissolve or otherwise terminate its corporate existence subject to the provisions of Chapter 617, Florida Statutes, the corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in Section 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal government or to a a state or local government for exclusive public purpose.

ARTICLE XIII - INCORPORATORS

The name and address of the person signing those Articles of Incorporation are:

Andrew Bowers 1717 Bell Grove Street Lakeland, Florida 33805

Steve Brown 1205 Mayflowers Dr. Lakeland, Florida 33810

INCORPORATORS

STATE OF FLORIDA)

SS

COUNTY OF POLK)

BEFORE ME, the undersigned authority, personally appeared Andrew Bowers, Steve Brown, to be well known and well known to be the person described In and who subscribed their names to the Articles of Incorporation, and who acknowledged before me that they executed such Articles of Incorporation for the purpose therein expressed.

WITNESS my hand and official seal in the aforesaid County and State this 24 days July

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NOTARY PUBLIC - STATE OF FLORIDA HENRY O. HARRIS COMMISSION # CC667380 EXPIRES 1022/2001 BONDED THRU ASA 1-588-NOTARY!

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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.

Signature/Registered Agent

8-11.00

Date