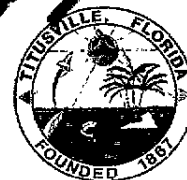


1400000005697  
City of Titusville



555 South Washington Avenue  
Titusville, FL 32796-3584  
Post Office Box 2806 (32781-2806)

August 21, 2000

Dwight W. Severs, City Attorney  
Phone: (321) 383-5692  
Telecopier: (321) 383-5694

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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-08/24/00--01053--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Titusville Area Sports Commission

Ladies and Gentlemen:

Enclosed you will find: (1) original Articles of Incorporation for filing; and (2) check payable to the Department of State for \$70.00 for the filing fee. Please date stamp the extra copy (enclosed) and return in the postage paid addressed envelope also enclosed.

Please file the Articles of Incorporation and return any information to:

Gerald White  
Titusville Area Sports Commission  
132 South Dixie Avenue  
Titusville, FL 32796

Thank you for your cooperation.

Very truly yours,

Dwight W. Severs  
City Attorney

FILED  
00 AUG 24 PM 1:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DWS:jh

Enclosures

cc: Thomas A. Harmer, City Manager  
Larry D. Bartley, Mayor  
Karan J. Rounsavall, City Clerk  
Gerald White, President

**ARTICLES OF INCORPORATION**  
**OF**  
**TITUSVILLE AREA SPORTS COMMISSION, INC.**  
**a Non-Profit Corporation**

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00 AUG 24 PM 1:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To further common purposes, the undersigned persons agree to organize under these Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of this corporation shall be **TITUSVILLE AREA SPORTS COMMISSION, INC.**, a Non-Profit Corporation. The street and mailing address is: 132 South Dixie Avenue, Titusville, Florida 32796.

**ARTICLE II**

**ENABLING LAW**

This corporation is organized, pursuant to the Corporations Not for Profit Law of the State of Florida, set forth in *Part One of Chapter 617, Florida Statutes*.

**ARTICLE III**

**PURPOSES**

1. Develop and solicit sports events and activities, which stimulate our local economy, to enhance the Titusville area's image by providing outstanding entertainment and participatory opportunities, especially our youth and contribute to our community's overall quality of life.

2. Develop and attract sports related events and activities and conventions to the Titusville area.

3. Develop community-wide athletic programs which, contribute to the quality of life throughout the area and enhance the opportunity for youth development through sports.

4. Develop the necessary resources and identify a variety of revenue streams for long range funding of the corporation.

5. Develop the necessary infrastructure to support the efforts of the corporation through city or county governments, athletic community, private sector and the media.

6. Develop a public relations/communications plan, which will establish the corporation's position as an important component of Titusville's economic and tourism communities.

7. to engage in such other activities to accomplish the above purposes.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal Tax Codes), including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code).

This corporation is organized and operated exclusively for non-profit purposes, and no part of any net earnings shall inure to the benefit of any member, director, or officer.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (A) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code) or by (B) by a corporation, contributions to which are deductible under Section 710(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code).

#### **ARTICLE IV**

##### **TERM**

This corporation shall have a perpetual existence.

#### **ARTICLE V**

##### **MEMBERSHIP**

Members shall qualify by agreeing to purposes as set forth in Article III, and shall be admitted into membership upon a unanimous vote of the Directors. There shall be one class of members only. All voting rights and other rights, interests, and privileges of each member shall be equal.

#### **ARTICLE VI**

##### **MANAGEMENT OF CORPORATE AFFAIRS**

1. **BOARD OF DIRECTORS.** The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of seven (7) directors. The number of directors herein provided for may be changed by a by-law duly adopted by the members entitled to vote. Directors shall be elected annually by a majority vote of the membership.

The names and addresses of the persons constituting the first Board of Directors who are to act in that capacity and the method of election of the directors shall be as stated in the By-Laws.

2. **ELECTIVE OFFICERS.** The officers of this corporation shall be a President, Vice President, Secretary and Treasurer. Other officers and offices may be established or appointed by members of this corporation at any regular annual meeting. The

qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the By-Laws.

The officers who are to serve until the first election of officers under the Articles of Incorporation, are:

Gerald E. White, President  
Patricia Lumpkin, Secretary/Treasurer

## **ARTICLE VII**

### **OFFICE: IDENTIFICATION OF REGISTERED AGENT**

1. The address of this corporation's initial Registered Office in the State of Florida is: 132 South Dixie Avenue, Titusville, Florida 32796.

2. The name of the corporation's initial Registered Agent at the above address is: Gerald E. White.

## **ARTICLE VIII**

### **INCORPORATORS**

The name and residence of the incorporator to these Articles of Incorporation is: Gerald E. White, 625 Wager Avenue, Titusville, FL 32780.

## **ARTICLE IX**

### **BY-LAWS**

By-Laws will be hereinafter adopted at the first meeting of the Board of Directors. Such By-Laws may be amended or repealed, in whole or in part, by the members in the manner provided therein. Any amendments to the By-Laws shall be binding on all members of this corporation.

## **ARTICLE X**

### **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. Amendments may be adopted by a majority vote of a quorum of members of the corporation.

## **ARTICLE X**

The classes, rights, privileges, qualifications, and obligations of members of this corporation are set forth in the By-Laws.

## **DISSOLUTION**

Upon the dissolution or winding up of this corporation, its assets remaining after payments, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for non-profit purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal Tax Codes).

The undersigned, constituting the incorporator of this corporation for the purpose of forming this corporation not-for-profit under the laws of the State of Florida, has executed these Articles of Incorporation, this 18<sup>th</sup> day of April, 2000.

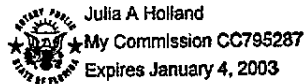
  
Gerald E. White

STATE OF FLORIDA  
COUNTY OF BREVARD

Before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared **GERALD WHITE**, who is described as an incorporator in and who executed the foregoing Articles of Incorporation, and who acknowledged before me, that he executed and subscribed to these Articles of Incorporation, this 18<sup>th</sup> day of April, 2000. Affiant is personally known to me.

  
\_\_\_\_\_  
Notary Public, State of Florida

My Commission expires:



FILED

00 AUG 24 PM 1:09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATION AND ACKNOWLEDGMENT  
OF REGISTERED AGENT  
OF  
TITUSVILLE AREA SPORTS COMMISSION, INC.  
a Non-Profit Corporation**

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in these Articles, 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.

DATED: April 18, 2000

  
Gerald E. White