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Robert T. Klingbeil, Jr.
Gregory C. Roberts

January 3, 2001

NO10000000212

Secretary of State
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, Florida 32314

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*****78.75 *****78.75

Re: Sarasota County Rowing Club, Inc.

Dear Sir:

Enclosed please find one original and one copy of Articles of Incorporation regarding the above-referenced corporation. Also enclosed is our check in the total amount of \$78.75 to cover the cost of this filing:

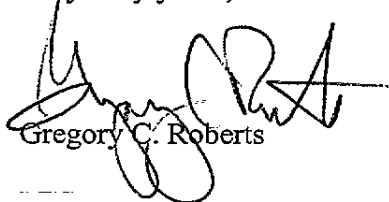
Filing Fee	\$ 35.00
Registered Agent Designation	35.00
Certified Copy of Articles	<u>8.75</u>

Total: \$ 78.75

Please return a certified copy of the Articles of Incorporation to our office at the address listed above.

Thank you for your attention to this matter.

Very truly yours,


Gregory C. Roberts

GCR/tlw
Enclosures
cc: Kenneth L. Heitel
corp\artofinclr

FILED
01 JAN -5 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1-10-01

ARTICLES OF INCORPORATION
OF
SARASOTA COUNTY ROWING CLUB, INC.

FILED
01 JAN -5 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation of SARASOTA COUNTY ROWING CLUB, INC., a Florida Not-for-Profit Corporation.

The undersigned persons, acting as incorporators of a corporation not-for-profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is SARASOTA COUNTY ROWING CLUB, INC.

ARTICLE II

The corporation shall have perpetual duration.

ARTICLE III

The corporation is a not-for-profit corporation. The purposes for which the corporation are organized are the promotion of adult rowing, environmental awareness and estuary appreciation, adult physical fitness and community outreach through a "Learn to Row" program.

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of education and for other charitable purposes, by the distribution of its funds for such purposes and particularly for a community rowing program.

(b) The general purposes for which this corporation is formed are to operate exclusively for such educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.)

ARTICLE IV

The corporation is organized upon a nonstock basis as defined in Section 617.011 of the Florida Statutes. The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as regulated in the bylaws.

ARTICLE V

The street address of the initial registered office of the corporation is 347 West Venice Avenue, City of Venice, County of Sarasota, State of Florida. The name of its initial registered agent at such address is KENNETH L. HEITEL.

ARTICLE VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be five (5); provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named herein as the first board of directors shall hold office until the first meeting of members, to be held on March 1, 2001, at 7:30 p.m. at the registered office of the corporation at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of two (2) years until the second annual meeting of members following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at 7:30 p.m. on the first Thursday in February of each year at the principal office of the corporation, or at such other place or places as the board of directors may designate from time to time by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and residential addresses of the persons who are to serve as the initial directors are:

Kenneth L. Heitel
1318 Roberts Bay Lane
Sarasota, Florida 34242

Nicholas Rockwell
3513 Mineola Drive
Sarasota, Florida 34239

Nancy Morris
3328 Thornwood Road
Sarasota, Florida 34231

Gary Todd Yeomans
3327 Key Avenue
Sarasota, Florida 34239

Raymond R. Giannini
4787 Country Manor Drive
Sarasota, Florida 34233

ARTICLE VII

The name and address of each incorporator are:

Kenneth L. Heitel
1318 Roberts Bay Lane
Sarasota, Florida 34242

Randall L. Higel
223 Lakeshore Drive
Nokomis, Florida 34275

ARTICLE VIII

The board of directors shall elect the following officers: president, treasurer, and secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

Randall L. Higel
223 Lakeshore Drive
Nokomis, Florida 34275

President

Sherrilyn Urfer
818 Oak Pond Drive
Osprey, Florida 34229

Secretary

Michael R. Day
3913 Hamilton Club Circle
Sarasota, Florida 34242

Treasurer

ARTICLE IX

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefor in the bylaws.

ARTICLE X

The property of this corporation is irrevocably dedicated to educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

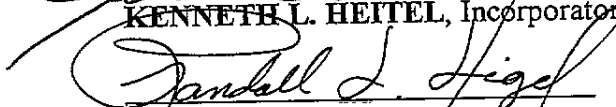
ARTICLE XI

Upon the dissolution or winding up of this corporation, its assets remaining after payment or provision of payment, of all debts and liabilities of the corporation, shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

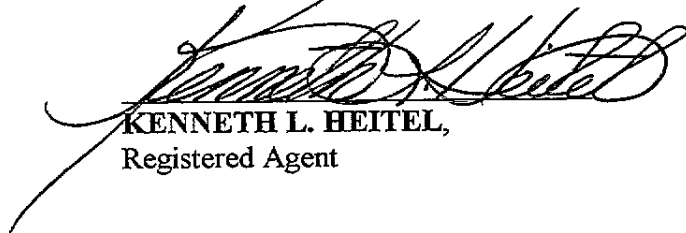
ARTICLE XII

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 vote of at least two-thirds of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this not-for-profit charitable corporation under the Laws of Florida, have executed these articles of incorporation on January 2, 2001.


KENNETH L. HEITEL, Incorporator

RANDALL L. HIGEL, Incorporator

I hereby state that I am familiar with and do hereby accept the duties and responsibilities as
Registered Agent of Sarasota County Rowing Club, Inc.


KENNETH L. HEITEL,
Registered Agent

RowingClubarticles

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA