

TRANSMITTAL LETTER

NOV000000909

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

FILED  
01 FEB -6 PM 4:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: South County Tennis Foundation  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

900003653539--2  
-02/06/01--01042--020  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

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 of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: DREW SWEET  
Name (Printed or typed)

2047 SW 36 AVENUE  
Address

DELRAY BEACH, FL 33445  
City, State & Zip

561-243-7360  
Daytime Telephone number

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

2-7-01

# ARTICLES OF INCORPORATION

OF

## SOUTH COUNTY TENNIS FOUNDATION, INC.

FILED  
01 FEB -6 PM 4:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each being a natural person, hereby make, subscribe and acknowledge these articles of incorporation, and form this corporation under the laws of the State of Florida governing the formation and existence of corporations not-for-profit.

### ARTICLE I. NAME

The name of this corporation shall be **SOUTH COUNTY TENNIS FOUNDATION, INC.**

### ARTICLE II. PURPOSE

This corporation is organized exclusively for all purposes for which a corporation, not-for-profit, may be formed under the laws of the State of Florida; specifically excluded from the corporation's purposes are any pecuniary profit or financial gain. The purposes of the corporation include, but are not limited to the following:

- a. To promote, encourage and foster the development and growth of the sport of tennis at both the junior and adult levels in the Palm Beach County area.
- b. To provide an opportunity for persons of all ages to learn and engage in a wholesome, lifetime sport and recreational activity, and to foster the development of facilities and events that will allow tennis players of all ages and skill levels to develop through local, regional, State, National and International competition.
- c. To promote physical fitness and encourage proper conditioning and healthy habits.
- d. To provide opportunities for healthy social, emotional and educational development of young persons through peer encounters in athletics and through family participation
- e. To operate exclusively in any manner for such charitable and educational purposes as will qualify the corporation as an exempt organizational under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding or additional provisions of any subsequent federal tax law or laws.
- f. To assist local government at the city and county level with providing quality tennis recreational activities and facilities, through organizing and running league tennis activities, encouraging the tennis development of young persons, assisting underprivileged young persons by providing or paying for instruction or otherwise making the means to instruction available, and by promoting amateur tennis competition.

### ARTICLE III. MEMBERSHIP

Membership shall be open to any person interested in furthering the purposes of the corporation, as set forth in these articles, and who qualifies for membership in accordance with the by-laws of the corporation, as may be adopted or amended from time to time by the Officers and Directors of the corporation. The membership shall annually elect the Officers and Directors of the corporation, by the procedures specified in the by-laws of the corporation. The membership shall have such additional voting rights as shall, from time to time, be set forth in the by-laws of the corporation.

#### ARTICLE IV. TERM OF EXISTANCE

This corporation shall exist perpetually.

#### ARTICLE V. ADDRESS

The initial post office address of the principal office of the corporation in the State of Florida is 2047 SW 36<sup>th</sup> Ave., Delray Beach, Florida 33445.

The Board of Directors may from time to time move the principal office to any other address in Florida.

#### ARTICLE VI. BOARD OF DIRECTORS

The powers of the corporation shall be exercised by or under the authority of, and the affairs of the corporation shall be managed under the direction of, a Board of Directors (the "Board"). The Board shall be composed of not less than 15 Directors, elected from the membership of the corporation. Each Officer of the corporation, upon election, shall automatically sit on the Board as a Director. The remaining Directors of the corporation shall be elected by the membership by such procedures and for such terms as may, from time to time, be specified by the by-laws of the corporation. Where not inconsistent with Chapter 617, Florida Statutes, and the express provisions of these Articles of Incorporation, the Board shall have all the rights, powers, and privileges prescribed by law for directors of corporation for profit, including the power to establish and executive committee and other committees composed of members of the Board and members of the corporation. The Board may, on an "as needed" basis or through the By-laws, authorize an executive committee composed of the Chairman, Vice Chairman, Secretary, Treasurer and Immediate Past Chairman to act on behalf of the entire Board in the interim between regularly scheduled meeting of the Board. The Board may by majority vote require that certain business or actions of the corporation be approved by a majority vote of the full Board. The Board may, at any regular meeting, by majority vote of the Directors present and voting, fill any vacancy among the Officers or on the Board of Directors for the unexpired term of any such position. The initial Board of Directors of the corporation, set forth below, shall hold office for such terms as provided in the by-laws and until their successors have been elected and qualified or until their earlier resignation, removal from office, inability to act, or death:

Drew Evert  
2047 SW 36<sup>th</sup> Ave  
Delray Beach, Fl. 33445

Don Cleveland  
1627 North Swinton Ave.  
Delray Beach, Fl. 33444

Tina Dale  
2455 Lindell Blvd. #3209  
Delray Beach, Fl. 33444

Joe Tartaglino.  
3075 Saint James Drive  
Boca Raton, Fl. 33434

Jean Mills  
Polo Club Of Boca Raton  
5400 Champion Blvd.,  
Boca Raton, Fl. 33496

## **ARTICLE VII. SUBSCRIBERS**

The names and addresses of the persons subscribing to and signing these articles of incorporation are as follows:

Drew Evert  
2047 SW 36<sup>th</sup> Ave  
Delray Beach, Fl. 33445

Don Cleveland  
1627 North Swinton Ave.  
Delray Beach, Fl. 33444

Tina Dale  
2455 Lindell Blvd. #3209  
Delray Beach, Fl. 33444

Joe Tartaglino.  
3075 Saint James Drive  
Boca Raton, Fl. 33434

Jean Mills  
Polo Club Of Boca Raton  
5400 Champion Blvd.,  
Boca Raton, Fl. 33496

## **ARTICLE VIII – OFFICERS**

The Officers of the corporation shall be the President, Vice President, Secretary, and Treasurer. The Officers shall have the duties specified by the by-laws of the corporation. The Officers shall be elected annually by the procedures specified by the by-laws. Each Officer shall also sit as a Director on the corporation's Board of Directors. The President shall act as the chairperson of the Board of Directors.

The initial Officers of the corporation, set forth below, shall hold office until their successors have been elected and qualified or until their earlier resignation, removal from office, inability to act, or death:

President	Drew Evert
Vice President	Tina Dale
Secretary	Don Cleveland
Treasurer	Joe Tartaglino

## **ARTICLE IX. AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the members and shall be approved by a majority vote of the membership, unless all members sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

## **ARTICLE X. BY-LAWS**

The Officers and Directors of the corporation shall prescribe the by-laws for the operations and activities of the corporation, and shall amend or modify the by-laws from time to time for the best advantage of the corporation and its purposes as stated herein.

## **ARTICLE XI. EARNINGS, ACTIVITIES AND PROHIBITED ACTIVITIES**

This corporation is organized as a not-for-profit entity for charitable, education and public service purposes.

- a. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 the purposes set forth herein.
- b. 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 any candidate for public office.
- c. Notwithstanding any other provisions 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law), (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).
- d. Notwithstanding any other provisions of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.
- e. The corporation shall not have the objectives nor engage in activities which would characterize it as an "action organization" as defined in Treas. Reg. 501(c)(3)-1(c)(3), as it now exists or may hereafter be amended.

## **ARTICLE XII. DECLARATION, DISSOLUTION AND DISTRIBUTION OF ASSETS**

The property of the corporation is irrevocably dedicated to educational and charitable 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.

Upon dissolution of the corporation, the Officers and Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such organization or organizations organized and operated exclusively for charitable and educational purposes as shall at any time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or any future United States Revenue law), as Officers and Directors shall determine. Any such assets not so disposed of shall be disposed of by the *Court of Common Pleas of the County, in which the principal office of the Corporation is then located*, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE XIII - PARTICULAR ACTIONS**

The following corporate actions shall require the affirmative consent of a majority of the Officers and Directors, present and voting:

1. Amendment of the Articles of Incorporation or adoption or amendment of by-laws.
2. Expenditure of corporate funds exceeding One Thousand Dollars (\$1,000.00).

**ARTICLE XIV. RESIDENT AGENT**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that **South County Tennis Foundation, Inc.** desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in the City of Delray Beach, County of Palm Beach, State of Florida, has named

Drew Evert  
2047 SW 36<sup>th</sup> Ave  
Delray Beach, Florida 33445

as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above stated corporation, at a place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open, said office.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

I, **THE UNDERSIGNED**, being each of the Incorporators hereinbefore named, for the purpose of forming a corporation pursuant to Chapter 617 Florida Statutes, do make this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand this 1<sup>ST</sup> day of February, 2001.

Drew Evert  
Drew Evert / Incorporator / Registered Agent

Jean Mills  
Jean Mills

Joe Tartaglino  
Joe Tartaglino

Don Cleveland  
Don Cleveland

Tina Dale  
Tina Dale

(STATE OF FLORIDA)

(COUNTY OF PALM BEACH)

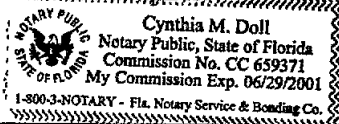
FILED  
01 FEB - 6 PM 4:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this 1<sup>ST</sup> day of February, 2001 AD before me, a Notary Public duly authorized in the State of Florida, Palm Beach County, to take acknowledgements, personally appeared: Mr. Drew Evert, Mr. Don Cleveland, Ms. Tina Dale, Mr. Joe Tartaglino and Ms. Jean Mills to me known (or who presented Florida drivers licenses) to be the persons described as Subscribers in and who executed the foregoing Articles of Incorporation, and they Acknowledged they subscribed to these Articles of Incorporation.

Witness by my hand and official seal in Palm Beach County, State of Florida this 1<sup>ST</sup> day of February, 2001 AD

Cynthia M. Doll  
Notary Public, State of Florida

My Commission expires:



6/29/01  
NOTARY PUBLIC, State of Florida  
My Commission Expires

Notary