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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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July 23, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

American Senior Golf Tour Foundation, Inc.

NO/00000564

200004491152--5

-07/23/01--01047--002

*****70.00 *****70.00

Filing Evidence

☒ Plain/Confirmation Copy

☐ Certified Copy

Retrieval Request

☐ Photocopy

☐ Certified Copy

Type of Document

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to include
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

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DIVISION OF CORPORATION

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

J. BRYAN JUL 23 2001

STATE OF FLORIDA
NOT FOR PROFIT CORPORATION

ARTICLES OF INCORPORATION
OF
AMERICAN SENIOR GOLF TOUR FOUNDATION, INC.

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The undersigned acting as incorporator of a not for profit corporation under Chapter 617, Florida Statutes, as amended, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is AMERICAN SENIOR GOLF TOUR FOUNDATION, INC. The principal office and mailing address of the corporation shall initially be 2432 N. W. 67th Street, Boca Raton, FL 33496.

SECOND: The period of its duration is perpetual.

THIRD: The corporation is organized and shall be operated exclusively for charitable, educational, and/or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Such purposes shall include, but shall not be limited to sports and recreational education and training.

FOURTH: Provisions for the regulation of the internal affairs of the corporation, including provisions for the distribution of assets on dissolution or final liquidation are:

(a) The corporation shall be a not for profit corporation and shall have no authority to issue capital stock.

(b) The corporation shall not be a membership corporation, but shall be operated, managed and controlled solely by its Board of Directors.

(c) The affairs and business of the corporation shall be managed by a Board of Directors having at least three (3) Directors. Each member of the Board of Directors shall have one vote. The directors and officers of the corporation, terms of office, method of selection, respective duties, and all things pertaining thereto, are defined and established by the by-laws of the corporation.

(d) Without in any way limiting the foregoing, the corporation shall have those powers granted by Chapter 617 of the Florida Statutes.

(e) No part of the assets of the corporation and no part of any net earnings of the corporation shall be divided among or inure to the benefit of any member, officer or director of the corporation or any private individual or be appropriated for any purpose other than the purposes of the corporation as herein set forth; and no substantial part of the activities of the corporation shall

be the carrying on of propaganda, or to otherwise attempting, to influence legislation except to the extent that the corporation makes expenditures for purposes of influencing legislation in conformity with the requirements of Section 501 (h) of the Internal Revenue Code; and the corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation or the by-laws of the corporation, the corporation shall not carry on any activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

(f) Except as otherwise provided by law, the corporation may at any time dissolve by the affirmative vote of two-thirds of the Board of Directors. Upon the liquidation or dissolution of the corporation, after payment of all of the liabilities of the corporation or due provision therefor, all of the assets of the corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or shall distributed to a federal, state or local government, for a public purpose.

(g) In the event that the corporation is a private foundation as that term is defined in Section 509 of the Internal Revenue Code, then notwithstanding any other provisions of the Articles of Incorporation or the by-laws of the corporation, the following shall apply:

The corporation shall distribute the income of each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code.

The corporation shall not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code; nor retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code; not make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue Code; nor make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

(h) Except as may otherwise be required by law, the corporation may, at any time, by the affirmative vote of two-thirds of the Board of Directors, merge or consolidate with or into any corporation in such manner that the surviving corporation is organized and operated exclusively for charitable, educational and/or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code and qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code.

(i) all references herein: (i) to the Internal Revenue Code shall be deemed to refer to the Internal Revenue Code of 1986, as now in force or hereafter amended; and (ii) to particular sections of the Internal Revenue Code shall be deemed to refer to similar or successor provisions hereafter adopted.

FIFTH: The street address of the initial registered office of the corporation is 639 East Ocean Avenue, Suite 307, Boynton Beach, FL 33435, and the name of its registered agent at such address is: William Manikas.

SIXTH: The names and addresses of the persons who are to serve as the initial directors until the first annual election of directors pursuant to the by-laws of the corporation are:

Joel Halpern
2432 N.W. 67th Street
Boca Raton, FL 33496

Ron Goldberg
3130 Equestrian Drive
Boca Raton, FL 33434

Marion Ross
2100 S. Ocean Lane #1203
Ft. Lauderdale, FL 33316

SEVENTH: The name and address of the incorporator to these Articles of Incorporation is:

William Manikas
639 E. Ocean Avenue, Suite 307
Boynton Beach, FL 33435

19 IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this day of July, 2001.



William Manikas
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

The following is submitted in accordance with the requirements of Sections 48.091, and 617.0501, Florida Statutes:

AMERICAN SENIOR GOLF TOUR FOUNDATION, INC., desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, in the City of Boynton Beach, County of Palm Beach, State of Florida, has named William Manikas, who is a resident of Florida and whose business address is 639 E. Ocean Avenue, Suite 307, Boynton Beach, FL 33435, as its agent to accept service of process within this State at that address.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity and state that I am familiar with and accept the obligations of registered agent.



William Manikas, Registered Agent

Date: July 19, 2001

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