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TO: *Secretary of the State*

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In an effort to improve our efficiency and expedite our service, we have developed the
form. Please take appropriate action on the enclosed documents

RE:

ACTION

☐ PLEASE FILE/RECORD

☐ FYI

☐ SIGN, WITNESS, NOTARIZE

DOCUMENTS

☐ The following original documents: or ☐ The following document copies:

*Enclosed is one original and one
copy of the Articles for Tampa Bay
Joy Duck Race. Please return me one
stamped copy.*

Thanks!

H. Stratton Smith, III, P.A.

By: *Christina Yeloushan*

Date: *9.5.01*

T. SMITH SEP 11 2001

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**ARTICLES OF INCORPORATION
OF
TAMPA BAY TOY DUCK RACE, INC.**

The undersigned incorporator, having legal competency to contract, hereby forms a non-profit corporation under Florida Statutes Chapter 617, the Corporation Not For Profit Act of the State of Florida.

ARTICLE I - NAME

The name of the Corporation is TAMPA BAY TOY DUCK RACE, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

The general purpose of this corporation is to raise funds for various local charities which are "qualified" tax exempt organizations.

Notwithstanding any other provision of these Articles, this Corporation will not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law). At all times the Corporation shall comply with the provisions of Florida Statutes at Chapter 617, and to the Internal Revenue Code, relating to private foundations.

In order to achieve the Corporation's purposes, the Corporation's efforts shall be to:

Organize and manage events which raise funds for "qualified" tax exempt charities, specifically at this time a "Duck Race" with toy ducks and a grand prize. The initial charitable recipient shall be the H. Lee Moffitt Cancer Center; however, future donations are not limited to this organization.

ARTICLE IV - NON-STOCK CORPORATION

The Corporation shall have no stock and no dividends shall be declared or paid.

ARTICLE V - APPOINTMENT OF DIRECTORS

Directors shall be appointed in accordance with the By-Laws of the Corporation.

ARTICLE VI - DIRECTORS

The Board of Directors of the Corporation shall consist of five (5) directors. The Board of Directors will be appointed at a time when the Corporation is duly formed.

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator is:

Name

Address

H. Stratton Smith, III

611 W. Azeele Street
Tampa, FL 33606

ARTICLE VIII - INITIAL REGISTERED OFFICE & AGENT

The initial registered office shall be at 611 W. Azeele St., Tampa, FL 33606. The initial registered agent at that office shall be H. Stratton Smith III, Esq., 611 W. Azeele St., Tampa, FL 33606.

ARTICLE IX - AMENDMENTS

These Articles may be amended by a majority vote of the Board of Directors.

ARTICLE X - MEMBERSHIP

This corporation shall not have membership.

ARTICLE XI - OFFICERS

The Corporation shall have the following officers: President, Vice President, Secretary and Treasurer. Two (2) or more of the above officers may be held by the same person. The Board of Directors shall select a Chairman from among its members, who shall also serve as President. The Board shall select persons to hold the remaining offices. Terms of office shall be the same as the terms for Directors as established in the corporate By-Laws.

ARTICLE XII - BY-LAWS


The By-Laws of the Corporation shall be made, altered or rescinded by the majority vote of the Board of Directors.

ARTICLE XIII - DISTRIBUTION OF ASSETS UPON DISSOLUTION

This Corporation is not organized for a pecuniary profit, and is intended to qualify as tax exempt under Internal Revenue Code §501(c)(3). It shall not have the power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any director or individual. In the event of dissolution, the residual assets of the organization shall be distributed

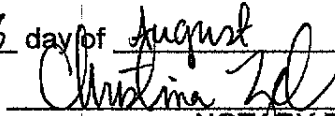
to such organization as is selected by the Board from among organizations qualifying under Section 501(c)(3) of the Internal Revenue Code as this Corporation.

IN WITNESS WHEREOF, the undersigned incorporators, directors, and registered agent has executed these Articles of Incorporation this 28th day of August, 2001.


H. Stratton Smith, III, Incorporator and
Registered Agent

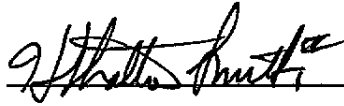
**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

I, hereby certify that H. Stratton Smith, III, personally appeared before me this day and acknowledged due execution of the foregoing instrument.

WITNESS my hand and official seal this 28 day of August
My Commission Expires: 
NOTARY PUBLIC #CC 997774

**ACCEPTANCE OF REGISTERED AGENT
FOR TAMPA BAY TOY DUCK RACE, INC.**

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.

Date: 8/28/01 , Resident Agent