

# N02000004574

## TRANSMITTAL LETTER

FILED  
02 JUN 14 AM 10:04  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

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-06/14/02--01071--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**SUBJECT: Tampa Bay Koi and Water Garden Club, Inc.**

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**From:** Tampa Bay Koi and Water Garden Club, Inc

**NAME:** Thomas E. Scaglione, Registered Agent

**ADDRESS:** 18816 Chaville Road

**CITY, STATE, ZIP:** Lutz, FL 33558-2855

**DAYTIME PHONE:** 813-310-8200

# ARTICLES OF INCORPORATION

of the

## Tampa Bay Koi and Water Garden Club, Inc.

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### ***Article I – Name of the Corporation***

- A. The name of the Corporation shall be the Tampa Bay Koi and Water Garden Club, Inc.

### ***Article II – Purpose of the Corporation***

- A. The purpose of the Corporation will be to promote, create and enlarge the hobby of Koi Keeping, breeding, appreciating and exhibiting Koi; to disseminate information about the above to the membership; to engage in educational and social activities related to our purposes' and to acquire and own such property as may be necessary for any or all the foregoing purposes.
- B. This corporation is formed as a Not-For-Profit Corporation and shall comply with all the laws of the United States, the State of Florida and all local municipal entities.
- C. The foregoing paragraphs shall be construed as enumeration both objectives and purposes of this corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

### ***Article III – Principal place of business of the Corporation***

- A. The principal place of business of the Corporation is:
- Tampa Bay Koi and Water Garden Club, Inc.  
18816 Chaville Road  
Lutz Florida 33558-2855
- B. The Board of Directors may from time to time move the principal place of business of said corporation to any other address in Florida

### ***Article IV – Fiscal Year***

- A. The fiscal year and the year for the payment and collection of annual dues and the election of officers shall be from June 1<sup>st</sup> of each year through May 31<sup>st</sup> of the following year.
- B. This corporation shall exist perpetually.

### ***Article V – The Board of Directors***

- A. The Board of Directors shall consist of at least five (5) members. The President of the Corporation shall be a member of the Board of Directors and shall act as Chairperson. The Vice-President, Secretary and Treasurer of the Corporation shall be members of the Board of Directors. One (1) person from the general membership in the Corporation shall be elected to the Board of Directors, that person may also serve as the AKCA Director for the Corporation. In the event of a vacancy on the Board, the remaining Directors, even if less than a quorum, shall fill the vacancy or vacancies for the unexposed term or terms by appointment.

- B. The term of the members of the Board of Directors shall be one (1) year.
- C. There shall be no established regular meetings of the Board of Directors required by the bylaws other than the requirement that at least one (1) such meeting will be held each fiscal year. Special meeting of the Board of Directors and notice thereof given to all Directors not less than one (1) day prior to such meetings. These meetings may be held at any time or place agreed upon by the majority of the Board.

## ***Article VI – Officers of the Corporation***

- A. The officers of the Corporation shall be:

President

Vice-President

Secretary

Treasurer

AKCA Director

- B. These officers are elected by the membership for a one (1) year term.
- C. Vacancy in any shall be filled by Appointment of the Board of Directors for the unexpired term by majority vote of the Board of Directors.

## ***Article VII – Election of the Officers and Board***

- A. At the regular meeting in the month of March, the President will appoint a nominating committee composed of not less than three (3) members including a chairperson for that committee. The committee will meet prior to the April meeting and choose a slate of candidates for Officers and Directors to be presented to the membership at the April meeting. At that time the chairperson of the nominating committee shall present the slate of candidates to the membership. The President will call for nominations from the floor. Upon close of nominations the President will call for a vote. This vote may be verbal, by hand or by secret ballot. However, if two or more candidates are nominated for a particular office then the vote shall be by secret ballot. Those candidates with the highest number of votes shall be declared elected by the President. In the event of a tie, the President will call for another vote (runoff).
- B. Prior to the June meeting, the President will appoint committees and chairpersons thereof. All elections or appointments are subject to approval of those elected or appointed. The installation of Officers and Directors and announcements of appointments will be held at the June meeting.

## ***Article VIII – Duties of Officers***

- A. The duties of the President shall be:
  - 1. To preside at all meetings at which he or she is present.
  - 2. To appoint all committees, with or without the assistance of the other officers.
  - 3. To install the newly elected officer at the end of his or her term.
  - 4. To call special meetings of the Corporation, committees, Board of Directors or any other meeting which may be requested as outlined in the bylaws.
  - 5. In case of any question or demeanor, while in office, the President is further governed by Roberts Rules of Order.

B. The duties of the Vice-President shall be:

1. To assume all duties of the President during his or her absence or upon request by the President, plus other duties which may be assigned.

C. The duties of the Secretary shall be:

1. To keep all records of the meetings including meetings of the Board of Directors.
2. To send out all notices of regular or special meetings as deemed necessary by the President or Board of Directors. Meeting notices in the Corporation bulletin are deemed to comply with the bylaws.

D. The duties of the Treasurer shall be:

1. To collect and record all dues, special fees, etc. paid to the Corporation as a result of its activities plus all other monies due the Corporation.
2. To send out membership cards at the appropriate times.
3. To see that each member receives a copy of the bylaws
4. To prepare and present at each regular meeting a report of the receipts and expenditures during the previous month.
5. To pay pre-determined accounts as may be authorized by the membership of the Corporation and to pay those bills presented and approved at each regular or annual meeting.
6. To prepare and submit all reports required by any governmental agency.

## ***Article IX – The Names and Street Addresses of Officers and Directors***

A. Initial President/Director

Name: **Rick Siegel**

Address: **2725 45<sup>th</sup>. Way**

City, State, Zip: **Saint Petersburg Florida 33713**

B. Initial Vice-President/Director

Name: **Ludo VanDebBigaert**

Address: **6502 Stafford Terrace Avenue**

City, State, Zip: **Plant City Florida 33565**

C. Initial Secretary/Director

Name: **Ruth Nichols**

Address: **504 Frierson Avenue East**

City, State, Zip: **Tampa Florida 33603**

D. Initial Treasurer/Director

Name: **Tom Scaglione**

Address: **18816 Chaville Road**

City, State, Zip: **Lutz Florida 33558**

E. Initial Director/AKCA Director

Name: Len Brown

Address: 2701 Spring Meadow Drive

City, State, Zip: Plant City Florida 33567

**Article X – Name and Address of Registered Agent**

A. Initial Registered Agent

Name: Tom Scaglione

Address: 18816 Chaville Road

City, State, Zip: Lutz Florida 33558

**Article XI – Name and Address of the Incorporator.**

A. The name and address of the incorporator is:

Name: Tom Scaglione

Address: 18816 Chaville Road

City, State, Zip: Lutz Florida 33558

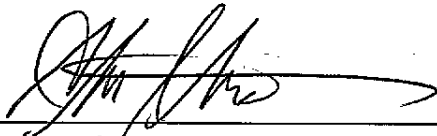
**Article XII – Effective Date**

A. The Effective Date of the corporation shall be the date these articles of incorporation are filed with the State of Florida.

**Article XIII – Amendment**

A. This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute in accordance with all applicable provisions relating to Corporations Not-For-Profit.

IN WITNESS WHEREOF, I, the undersigned, being the original incorporator, for the purpose of forming a Not-For-Profit corporation, to perform the objectives and purposes aforesaid within the State of Florida, under the laws of the State of Florida, do make and file this instrument hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 12 day of JUNE, 2002.



(SEAL)

THOMAS E. SCAGLIONE

Print Name

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, the initial incorporator, duly authorized to administer oaths and take acknowledgements, personally appeared Tom Scaglione, known to me to be the person

Tampa Bay Koi and Water Garden Club, Inc.

16057 West Tampa Palms Boulevard  
Tampa Florida 33647

FILED  
02 JUN 14 AM 10:04  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

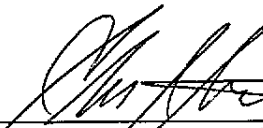
Having been named as registered agent to accept service of process for the TAMPA BAY KOI and Water Garden Club, Inc. at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in that capacity.

NAME: Thomas E. Scaglione

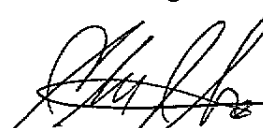
ADDRESS: 18816 Chaville Road

CITY, STATE, ZIP: Lutz, FL 33558-2855

DAYTIME PHONE: 813-310-8200

  
\_\_\_\_\_  
Signature of Registered Agent  
Thomas E. Scaglione

6-12-2002  
Date

  
\_\_\_\_\_  
Signature of Incorporator  
Thomas E. Scaglione

6-12-02  
Date

who executed the foregoing Articles of Incorporation, and he/she acknowledged before me that he/she executed the same freely and voluntarily for the purposes therein expressed.

WITNESS MY HAND and official seal on this 12 day of June, 2002, at  
Tampa, Hillsborough County, Florida.

  
\_\_\_\_\_  
Notary Public

State of Florida at Large



MICHELE NORIEGA  
COMMISSION # GC997533  
EXPIRES MAY 27, 2005