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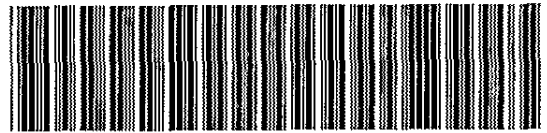
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STATE OF CALIFORNIA

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STATE OF FLORIDA
TALLAHASSEE FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 826294 4320946

AUTHORIZATION : *Patricia Pizette*

COST LIMIT : \$ 70.00

ORDER DATE : November 20, 2002

ORDER TIME : 12:22 PM

ORDER NO. : 826294-005

CUSTOMER NO: 4320946

CUSTOMER: Kathryn J. Dalby, Paralegal
Venable, Baetjer, Howard &
Civiletti, LLP
1201 New York Avenue N.W.
Suite 1000
Washington, DC 20005

DOMESTIC FILING

NAME: SUNCOAST JUNIOR GOLF
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Parramore - EXT. 1147

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION
(Not for Profit Corporation)

of

SUNCOAST JUNIOR GOLF ASSOCIATION, INC.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being a natural person of the age of at least twenty-one (21) years and acting as incorporator for the purpose of organizing a corporation pursuant to the provisions of Chapter 617, F.S. (Florida Not For Profit Corporation Act), as the same may be amended or supplemented (hereinafter referred to as the "Act"), does hereby adopt the following Articles of Incorporation:

ARTICLE I: The name of the corporation (hereinafter referred to as the "Corporation") shall be: **Suncoast Junior Golf Association, Inc.**

ARTICLE II: The principle place of business and mailing address of this Corporation shall be:

7741 15th St, East
Sarasota, FL 34243

ARTICLE III: The purpose for which the Corporation is organized is:

1. To promote and further the training, education, and fitness of Suncoast area youth through the sport of golf;

2. To exercise any other powers conferred upon corporations organized pursuant to the provisions of the Act; provided, however, that

a. The Corporation is organized exclusively for charitable, educational, scientific, and religious purposes, including, for such purposes, the making of distributions to organizations exempt from federal income tax under Internal Revenue Code (hereinafter referred to as the "IRC") Section 501(c)(3); and

b. Notwithstanding any other provision of this Certificate of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on: (i) by a corporation exempt from federal income tax under IRC Section 501(c)(3); or (ii) by a corporation contributions to which are deductible under IRC Section 170(c)(2).

ARTICLE IV: The terms, numbers, and manner of election of directors of the Corporation shall be set in the Bylaws of the Corporation. The Board of Directors shall be self-perpetuating.

follows: ARTICLE V: The names and addresses of the initial board of directors is as

Tom Hubbard, Chairman
7741 15th Street East
Sarasota, FL 34243

Dick Hubbard, Jr., Secretary-Treasurer
7741 15th Street East
Sarasota, FL 34243

Micah Jordan
7741 15th Street East
Sarasota, FL 34243

ARTICLE VI: To the maximum extent that limitations on the liability of directors and officers are permitted by the Act and the IRC, as from time to time amended, no director or officer of the Corporation shall have any liability to the Corporation or its members for money damages. This limitation on liability applies to events occurring at the time a person serves as a director or officer of the Corporation whether or not such person is a director or officer at the time of any proceeding in which liability is asserted. No amendment or repeal of this paragraph, or the adoption of any provision of the Corporation's Articles of Incorporation inconsistent with this paragraph, shall apply to or affect in any respect the liability of any director or officer of the Corporation with respect to any alleged act or omission which occurred prior to such amendment, repeal or adoption.

ARTICLE VII: To the maximum extent permitted by the Act and the IRC, as from time to time amended, the Corporation shall indemnify its currently acting and its former directors against any and all liabilities and expenses incurred in connection with their services in such capacities, shall indemnify its currently acting and its former officers to the full extent that indemnification shall be provided to directors, and shall indemnify its employees and agents and persons who serve and have served, at its request as a director, officer, partner, trustee, employee or agent of another corporation, partnership, joint venture or other enterprise. The Corporation shall, also to the same extent, advance expenses to its directors, officers and other indemnified persons, if any, and may by Bylaw, resolution or agreement make further provision for indemnification of directors, officers, employees and agents. No amendment or repeal of this paragraph, or the adoption of any provision of the Corporation's Articles of Incorporation inconsistent with this paragraph, shall apply to or affect in any respect the indemnification of any director or officer of the Corporation with respect to any alleged act or omission which occurred prior to such amendment, repeal or adoption.

ARTICLE VIII: Other lawful provisions for the conduct and regulation of the business and affairs of the Corporation, for its voluntary dissolution, or for limiting, defining or regulating the powers of the Corporation or its directors are as follows:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 in Article Third hereof. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

2. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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 IX: The name and Florida street address of the registered agent is:

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

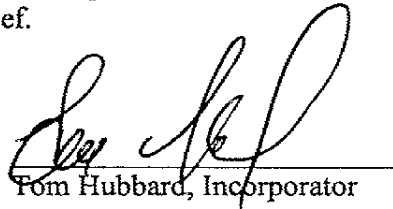
Having been named as registered agent to accept service of process for the above corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

 11/19/02
Signature/Registered Agent Date

ARTICLE X: The name and address of the Incorporator is:

Tom Hubbard
Suncoast Junior Golf Association
7741 15th St., East
Sarasota, FL 34243

IN WITNESS WHEREOF, the undersigned has signed this Articles of Incorporation this ___ day of October, 2002, and in so doing asserts, under penalties of false statement, that the contents of this Articles of Incorporation are true in all material respects to the best of his knowledge, information, and belief.


Tom Hubbard, Incorporator

11/8/02
Date

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