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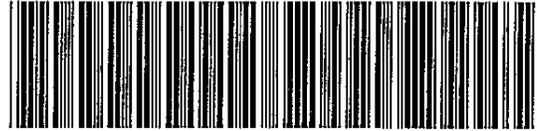
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TALLAHASSEE, FLORIDA

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LAW OFFICES OF
Van Winkle & Sams, P.A.
2815 PROCTOR ROAD
SARASOTA, FL 34231

Lainie Van Winkle
Laurie B. Sams
Jean Lexton

TEL. 941-923-1685
FAX. 941-923-0174
E-mail: info@mewvpa.com
lainievw@mewvpa.com
lauriesams@mewvpa.com

December 23, 2002

VIA AIRBORNE EXPRESS

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

RE: Articles of Incorporation
DIVORCING THE DOW FOUNDATION, INC.

Dear Sir/Madam:

Enclosed you will find the original and one copy for conforming of the Articles of Incorporation for the above-referenced corporation. Also enclosed is our check in the amount of \$70.00 made payable to the Secretary of State for the filing fee. Once the Articles have been filed, please return the conformed copy to our office in the enclosed self-addressed, stamped envelope.

Should you have any questions or comments, please do not hesitate to contact our office.

Thank you for your assistance in this matter.

Sincerely,



Stacy Cummins
Legal Secretary for
Laurie B. Sams, Esq.

/sc
Enclosures

**ARTICLES OF INCORPORATION
OF
DIVORCING THE DOW FOUNDATION, INC.**

Notice is hereby given that the undersigned incorporators, all being of full age, have associated themselves together for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapters 607 and 617, Florida Statutes and we do hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by such law, and we do hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation is: **Divorcing the Dow Foundation, Inc.**

ARTICLE II - CORPORATE PURPOSE

The object and purpose of the Corporation shall be to raise, receive and maintain a fund or funds of and to distribute and administer the fund or funds, including any income or interest generated therefrom for the enhancement of youth involvement in organized sports and to facilitate community awareness in community based arts.

ARTICLE III - MEMBERSHIP

Section 1: Eligibility. Any person shall be eligible for membership in this Corporation upon application to and approval as provided in the Bylaws of the Corporation.

Section 2: Application for Membership. Any applicant meeting the qualifications set forth above and desiring to become a member of the Corporation shall make application on a form supplied by the Corporation and accompanied by such membership fees and dues as the Board of Directors may from time to time determine.

Section 3: Termination of Membership. Membership may be terminated by expulsion for a just cause or by resignation with thirty (30) days prior written notice to the Board of Directors.

ARTICLE IV - DURATION

The corporation shall have a perpetual existence.

ARTICLE V - MANAGEMENT

Section 1. The affairs of the Corporation shall be managed by a Board of Directors. The Board of Directors shall consist of not less than two and not more than four persons. Directors shall be elected or removed in accordance with the procedure provided in the Bylaws.

Section 2. The officers of the Corporation shall be a President/Treasurer and Vice President/Secretary. These officers shall be elected and shall hold office in the manner provided for by the Bylaws of the Corporation.

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TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL OFFICERS AND DIRECTORS

The names and addresses of the officers and directors who are to manage all of the affairs of the Corporation until the first annual meeting are:

	<u>Name</u>	<u>Address</u>
Director/President/Treasurer:	Sharon Michalsky	3427 Jaffa Drive Sarasota, Florida 34249
Director/ Vice President/Secretary:	Jim Troup	3427 Jaffa Drive Sarasota FL 34239
Director	Barbara Kaiser	4575 Nelson Avenue Sarasota, FL 34231

ARTICLE VII - ADDRESS

The principal office address of the corporation is: 3427 Jaffa Drive, Sarasota FL 34239

The principal mailing address of the corporation is: 3427 Jaffa Drive, Sarasota FL 34239

**ARTICLE VIII - BYLAWS AND AMENDMENTS
TO THE ARTICLES OF INCORPORATION**

The Bylaws of the corporation shall be made, altered or rescinded by a majority vote of the voting membership present or voting by proxy at any regular meeting, or by a majority vote of the Board of Directors; provided that notice thereof, which shall include the text of the Bylaws change, has been furnished in writing to each voting member of the Corporation at least ten (10) days prior to the meeting at which such alteration to the Bylaws is to be voted upon, whether it be a membership meeting or a Board of Directors' meeting.

The Articles of Incorporation of this Corporation shall be amended or additional provisions added or adopted by a two-thirds vote of the members of the Board of Directors present or voting by proxy at any meeting thereof; provided that notice thereof, which shall include the text of the change to the Articles of Incorporation has been furnished in writing to each voting member of the Corporation at least ten (10) days prior to the meeting at which such Articles of Incorporation change is to be voted upon, followed by the compliance with the Florida Statutes regarding amendments to Articles of Incorporation of non-profit corporations.

ARTICLE IX - GENERAL

All income and assets of the Corporation, above necessary expenses, shall be administered solely and exclusively for the corporate purposes selected by the Board of Directors.

This Corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers or members. In addition, no part of the income of the corporation shall be distributed to its members, directors, officers or incorporators; provided that the Corporation may pay compensation in a reasonable

amount to its members, directors and officers for services rendered and may confer benefits upon its members in conformity with its purposes.

ARTICLE X - INCORPORATORS

The names and residence addresses of the incorporators to this Corporation are as follows:

<u>Name</u>	<u>Address</u>
Sharon Michalsky	3427 Jaffa Drive Sarasota, Florida 34249

ARTICLE XI - REGISTERED OFFICE AND REGISTERED AGENT

The above-named incorporators, desiring to organize this Corporation under the laws of the State of Florida, hereby designate the Corporation's Registered Office to be located at 2815 Proctor Road, Sarasota, Florida 34231, and hereby designate and appoint Laurie B. Sams, as the Registered Agent of the Corporation, to accept service of process within this State, to serve in such capacity until its successor is selected and duly designated.

ARTICLE XII - INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the fullest extent permitted by and as set forth in the Florida General Corporation Act.

ARTICLE XIII - PROHIBITED ACTIVITIES

The Corporation shall not:

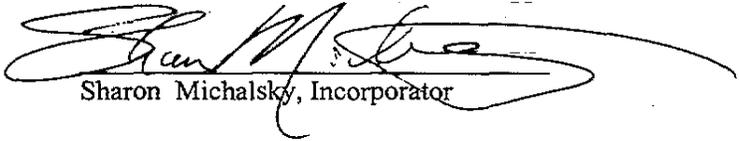
1. Attempt to influence legislation as a substantial part of its activities.
2. Allow any part of its net income to inure to the benefit of officers, directors or members of the Corporation, or to any other individuals, except in the furtherance of its charitable purposes.
3. Participate to any extent in any political campaign for or against any candidate for public office.
4. Conduct any activities not permitted to be carried on by organizations exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its regulations as they now exist or as they may hereafter be amended, or by any organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

ARTICLE XIV - DEDICATION OF ASSETS

The Corporation dedicates all assets which it may acquire to the charitable purpose set forth in Article II hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapters 607 and 617, Florida Statutes, the Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in

Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding sections of any prior or future law, or to the Federal government or to a state or local government for exclusive public purpose.

IN WITNESS WHEREOF, the undersigned have subscribed their names under seal this 23 day of December, 2002.


Sharon Michalsky, Incorporator

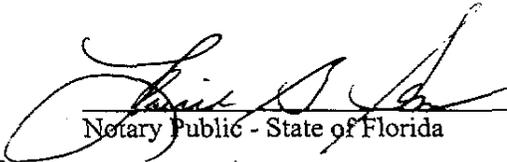
STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 23 day of December, 2002, by Sharon Michalsky, who is personally known OR who produced a driver's license as identification.

My Commission Expires:



LAURIE B. SAMS
MY COMMISSION # DD 134256
EXPIRES: August 11, 2006
Bonded Thru Budget Notary Services

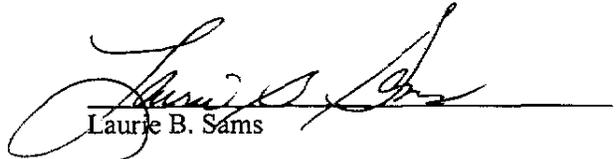

Notary Public - State of Florida

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ACCEPTANCE TO ACT AS REGISTERED AGENT FOR A CORPORATION (U.S.)

Having been named to accept service of process for Divorc^{ing} the Dow Foundation, Inc., at the place designated in the Articles of Incorporation, Laurie B. Sams agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: December 23, 2002.


Laurie B. Sams