

NO3000003467

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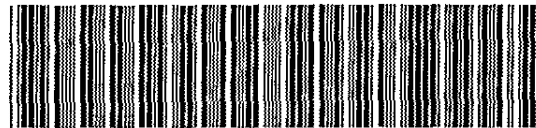
(Business Entity Name)

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03 APR 21 AM 6:43
STATE
TALLAHASSEE, FLORIDA

APR 23 2003

TRANSMITTAL LETTER

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

SUBJECT: Executive Women's Golf Association Foundation, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Sara L. Hume
Name (Printed or typed)

300 Avenue of the Champions, Ste 140
Address

Palm Beach Gardens, FL 33418-3620
City, State & Zip

561-691-0096 ext 17
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
EXECUTIVE WOMEN'S GOLF ASSOCIATION FOUNDATION, INC.**

The undersigned, Sara L. Hume, whose address is c/o Executive Women's Golf Association, 300 Avenue of the Champions, Suite 140, Palm Beach Gardens, Florida 33418-3620, being at least eighteen (18) years of age, forms a corporation under the general laws of the State of Florida.

FIRST. Name. The name of the corporation (the "Corporation") is:

EXECUTIVE WOMEN'S GOLF ASSOCIATION FOUNDATION, INC.

SECOND. Purpose. The Corporation is formed for the following purposes:

a. The Corporation is formed as a supporting organization, as defined in Section 509(a)(3) of the Internal Revenue Code (the "Code"), of an existing Code Section 501(c)(6) tax-exempt organization called Executive Women's Golf Association, Inc., a not for profit corporation formed under the laws of the State of Florida. The Corporation will be formed exclusively for charitable, educational and scientific purposes, including to make distributions to qualified charitable organizations exempt under Code Section 501(c)(3); and

b. To engage in any lawful activities which are in furtherance of the purposes of the Corporation, but subject to the restrictions set forth herein.

THIRD. Principal Office. The address of the principal office of the Corporation in this State is 300 Avenue of the Champions, Suite 140, Palm Beach Gardens, Florida 33418.

FOURTH. Resident Agent. The resident agent for the Corporation is Sara L. Hume, whose address is 300 Avenue of the Champions, Suite 140, Palm Beach Gardens, Florida 33418. The resident agent is a citizen of and resides in the State of Florida.

FIFTH. No Stock. The Corporation is not authorized to issue capital stock.

SIXTH. Board of Directors. The Corporation shall have a Board of Directors. The number of Directors may be increased or decreased in accordance with the bylaws of the Corporation but shall never be less than the minimum number required by Florida General Corporation Law. The initial Directors are the same Board of Directors designated by the Executive Women's Golf Association, Inc.

SEVENTH. Powers. Notwithstanding any other provision of these Articles:

a. The Corporation shall not permit any part of its net earnings to inure to the benefit of its members, Directors, trustees, officers, or other private individuals or entities, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.

b. Except as provided and permitted under Sections 501(h) and 4911 of the Code, 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 any candidate for public office.

c. The Corporation shall have no power directly or indirectly to engage in any activity which would invalidate its status as a corporation exempt from federal income taxation under Section 501(c)(3) of the Code, or as a corporation the contributions to which are deductible under Sections 170(c)(2), 2055(a)(2), or 2522(a)(2) of the Code.

d. The Corporation shall distribute its income for each tax year at a time and in a manner that will not cause it to become subject to the tax on undistributed income imposed by Section 4942 of the Code.

e. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code.

f. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code.

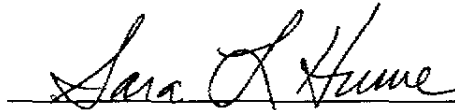
g. The Corporation shall not make any investments in a manner that would subject it to tax under Section 4944 of the Code.

h. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code.

EIGHTH. Dissolution and Liquidation. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all remaining assets of the Corporation pursuant to a plan of distribution adopted by the Directors which provides for the distribution of those assets to any organization or organizations exempt from federal income taxation under Section 501(c)(3) of the Code, or to the federal government, or to a state or local government, for a public purpose. Any assets not so disposed of shall be disposed of by the Circuit Court for the county in which the principal office of the Corporation is then located, exclusively for those purposes, or to an organization or organizations, as determined by the Court, which are organized and operated exclusively for those purposes.

NINTH. Director and Officer Liability. To the maximum extent that Florida law in effect from time to time permits limitation of the liability of Directors and officers, no Director or officer of the Corporation shall be liable to the Corporation or its members or constituents for money damages. Neither the amendment nor repeal of this Clause, nor the adoption or amendment of any other provision of the charter or bylaws inconsistent with this Clause, shall apply to or affect in any respect the applicability of the preceding sentence with respect to any act or failure to act which occurred prior to such amendment, repeal or adoption.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, and I acknowledge the same to be my act, on this 17th day of APRIL, 2003.



Sara L. Hume, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in these Articles, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his or her duties.



Sara L. Hume, Registered Agent

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TALLAHASSEE, FLORIDA