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(Requestor's Name)

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(City/State/Zip/Phone #)

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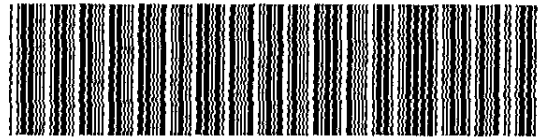
(Business Entity Name)

(Document Number)

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06/13/03--01012--011 \*\*78.75

03 JUN 13 AM 8:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

6/18/

Law Offices  
**Hershoff, Lupino & Mulick, L.L.P.**

90130 OLD HIGHWAY  
TAVERNIER, FLORIDA 33070  
(305) 852-8440 • (305) 852-8848 FAX

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MICHELLE D. YANCHULA  
RUSSELL A. YAGEL

LAND USE COORDINATOR  
PETER D. BACHELER  
  
OF COUNSEL  
J. ALLISON DEFOOR, II

June 11, 2003

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
P.O. Box 6327  
Tallahassee, Florida 32314

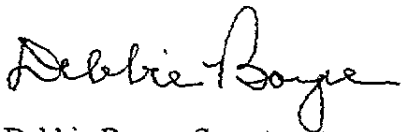
Re: Capt. Al Flutie Over the Hill Rip-Off, Inc.

Dear Sir or Madam:

Enclosed please find two Articles of Incorporation for the above referenced company, together with a check in the sum of \$78.75 to cover the cost of filing.

Please return a conformed copy to the letterhead address above.

Very truly yours,



Debbie Boyce, Secretary to  
James S. Lupino

DB:db  
Enclosures

**FILED**

**03 JUN 13 AM 8:31**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**ARTICLES OF INCORPORATION**

**OF**

**CAPT. AL FLUTIE OVER THE HILL RIP-OFF, INC.**

**ARTICLE I**

We, the undersigned subscribers and directors, all natural persons competent to contract, hereby associate ourselves together for the purpose of forming a nonprofit corporation under Chapter 617 of the laws of the State of Florida.

**ARTICLE II**

The name of this corporation shall be **CAPT. AL FLUTIE OVER THE HILL RIP-OFF, INC.**

**ARTICLE III**

This corporation shall exist perpetually.

**ARTICLE IV**

This corporation is organized for the purpose of conducting an annual fishing tournament, the proceeds of which are used to directly support charitable organizations including those qualifying as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

**ARTICLE V**

The qualifications for members and shareholders will be stated and regulated by the by-laws of this corporation.

**ARTICLE VI**

The street address of the initial business office of this corporation is c/o Allan McLeod, 87851 Old Highway, Unit M-3, Islamorada, Monroe County, Florida 33036 and the name of the initial registered agent of this corporation is Allan McLeod, located at 87851 Old Highway, Unit M-3, Islamorada, Florida 33036.

## **ARTICLE VII**

This corporation shall have six (6) voting directors initially. The number of directors may be either increased or decreased from time to time by the by-laws but shall never be less than three. Directors are elected and vacancies filled pursuant to and in accordance with the by-laws. The names and addresses of the initial directors of this corporation are:

Allan McLeod, 87851 Old Highway, Unit M-3, Islamorada, Florida 33036

Rip Tosun, 87200 Overseas Highway, Plantation Key, Florida 33070

Marian Warnike, 130 Tequesta Street, Tavernier, Florida 33070

William E. Kelly, 129 Tequesta Street, Tavernier, Florida 33070

Barbara A Kelly, 129 Tequesta Street, Tavernier, Florida 33070

Jack Wyatt, 125 Valencia Drive, Islamorada, Florida 33036

## **ARTICLE VIII**

This corporation is organized under a non-stock basis.

## **ARTICLE IX**

In the event of dissolution, the residual assets of the organization will be turned over 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 1954 or corresponding sections of any prior or future law, or to the Federal, State or local government for exclusive public purpose.

Said organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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. Notwithstanding any other provision of this document, the organization 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 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 corresponding section of any future federal tax code.

#### ARTICLE X

The names and addresses of the persons signing these articles are:

Allan McLeod, 87851 Old Highway, Unit M-3, Islamorada, Florida 33036

Rip Tosun, 87200 Overseas Highway, Plantation Key, Florida 33036

Marian Warnike, 130 Tequesta Street, Tavernier, Florida 33070

William E. Kelly, 129 Tequesta Street, Tavernier, Florida 33070

Barbara A. Kelly, 129 Tequesta Street, Tavernier, Florida 33070

Jack Wyatt, 125 Valencia Drive, Islamorada, Florida 33036

#### ARTICLE XI

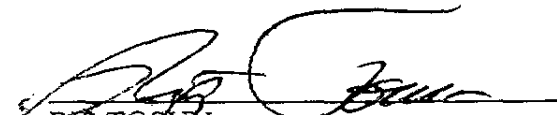
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred in these Articles of Incorporation, or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

DATED this 28th day of May, 2003.

IN WITNESS WHEREOF, the undersigned incorporators of this corporation have

executed these Articles of Incorporation.

  
ALLAN McLEOD

  
RIP TOSUN

Marian Warnike  
MARIAN WARNIKE

William E. Kelly  
WILLIAM E. KELLY

Barbara A. Kelly  
BARBARA A. KELLY

Jack Wyatt  
JACK WYATT

STATE OF FLORIDA  
COUNTY OF MONROE

Before me, the undersigned authority, personally appeared, ALLAN McLEOD, to me well known to be the person who executed the foregoing Articles of Incorporation and acknowledged before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth. I relied upon the following form of identification of the above-named person: personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 28th day of May, 2003

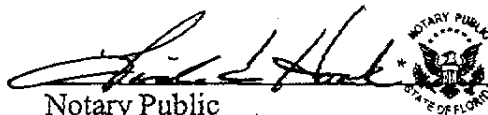


Linda E. Hoak  
Notary Public  
Print Name: LINDA E HOAK  
My Commission Expires:

STATE OF FLORIDA  
COUNTY OF MONROE

Before me, the undersigned authority, personally appeared, RIP TOSUN, to me well known to be the person who executed the foregoing Articles of Incorporation and acknowledged before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth. I relied upon the following form of identification of the above-named person: personally known to me

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 28th day of May, 2003.




Linda E. Hoak  
Notary Public  
Print Name: LINDA E HOAK  
My Commission Expires:

STATE OF FLORIDA  
COUNTY OF MONROE

Before me, the undersigned authority, personally appeared, MARIAN WARNIKE, to me well known to be the person who executed the foregoing Articles of Incorporation and acknowledged before me, according to law, that she made and subscribed the same for the purposes therein mentioned and set forth. I relied upon the following form of identification of the above-named person: personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 28th day of May, 2003.

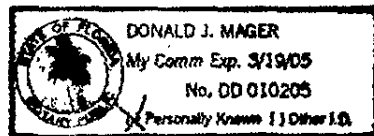
  
Notary Public  
Print Name: LINDA E HOAK  
My Commission Expires:

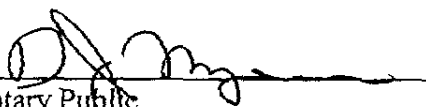
LINDA E. HOAK  
MY COMMISSION # DD 17083  
EXPIRES: January 2, 2007  
Bonded Thru Budget Notary Service

STATE OF FLORIDA  
COUNTY OF MONROE

Before me, the undersigned authority, personally appeared, WILLIAME. KELLY, to me well known to be the person who executed the foregoing Articles of Incorporation and acknowledged before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth. I relied upon the following form of identification of the above-named person: \_\_\_\_\_

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 9 day of JUNE, 2003.

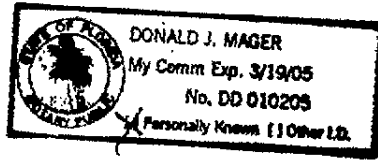


  
Notary Public  
Print Name: DMAGER  
My Commission Expires:  
3/19/05

STATE OF FLORIDA  
COUNTY OF MONROE

Before me, the undersigned authority, personally appeared, BARBARA A. KELLY, to me well known to be the person who executed the foregoing Articles of Incorporation and acknowledged before me, according to law, that she made and subscribed the same for the purposes therein mentioned and set forth. I relied upon the following form of identification of the above-named person: \_\_\_\_\_

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 9 day of June, 2003.



Notary Public

Print Name: D. J. MAGER

My Commission Expires: 3/19/05

STATE OF FLORIDA  
COUNTY OF MONROE

Before me, the undersigned authority, personally appeared, JACK WYATT, to me well known to be the person who executed the foregoing Articles of Incorporation and acknowledged before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth. I relied upon the following form of identification of the above-named person: Personally Known to me

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 28th day of MAY, 2003.

Notary Public

Print Name: Linda E Hoak

My Commission Expires:



LINDA E. HOAK  
MY COMMISSION # DD 170835  
EXPIRES: January 2, 2007  
Bonded Thru Budget Notary Services



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In compliance with Section 617, Florida Statutes, the following is submitted:

First - that **CAPT. AL FLUTIE OVER THE HILL RIP-OFF, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at c/o Allan McLeod, 87851 Old Highway, Unit M-3, Islamorada, Monroe County, State of Florida 33036, has named Allan McLeod, located at 87851 Old Highway, Unit M-3, City of Islamorada, State of Florida 33036, as its agent to accept service of process within Florida.

SIGNATURE

*Allan McLeod*

(corporate officer)

TITLE

*President*

DATE

*May 28, 2003*

Having been named to accept service of process for this above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

SIGNATURE

*Allan McLeod*

DATE

*May 28, 2003*

**FILED**  
03 JUN 13 AM 8:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA