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FLORIDA NON-PROFIT CORPORATION

The Heartbeat Track Club, Inc.

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ARTICLES OF INCORPORATION
OF
THE HEARTBEAT TRACK CLUB, INC.

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SECRETARY OF STATE
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The undersigned, acting as incorporator of a not for profit corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation and subscribes to these Articles of Incorporation:

ARTICLE I
Name of Corporation

The name of the not for profit corporation shall be THE HEARTBEAT TRACK CLUB, INC.

ARTICLE II
Commencement of Existence

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III
Purpose

The purpose for which the corporation is organized is as follows:

- (a) This organization shall carry on exclusively religious, charitable, scientific, literary, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 as amended (the "Code") or the corresponding provision of any future United States Internal Revenue law.
- (b) This organization shall continue the middle school track program and other activities supportive of sports at The Christ School and, as an outreach to the community, host track meets for the 4th and 5th graders within the Jones High School and Boone High School districts. The purpose of the track meets is to build character, enhance physical fitness, encourage participation by both genders, and appeal to all skill levels, including the disabled.
- (c) Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Code or the corresponding provision of any future United States Internal Revenue law.

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ARTICLE IV
Manner of Election of Directors

The manner in which the directors are elected or appointed shall be set forth in the bylaws.

ARTICLE V
Qualifications for Membership

The qualifications for members shall be as set forth in the bylaws.

ARTICLE VI
Duration of Existence

This not for profit corporation is to exist perpetually, unless dissolved according to law.

ARTICLE VII
Principal Office

The initial street address in this state of the principal office of this corporation is 106 E. Church Street, Orlando, Florida 32801. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VIII
Incorporator

The name and street address of the incorporator is:

Name

Address

Eric D. Dunlap

106 E. Church St.
Orlando, Florida 32801

ARTICLE IX
Initial Board of Directors

The number constituting the initial Board of Directors of the corporation is three (3). The name and address of the initial directors are as follows:

Name

Address

Eric D. Dunlap

106 E. Church Street
Orlando, Florida 32801

J. Bennett Grocock

106 E. Church St.
Orlando, FL 32801

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Raymer F. Maguire, III

106 E. Church St.
Orlando, FL 32801

ARTICLE X
Non-Stock Corporation

The corporation is organized under a non-stock basis.

ARTICLE XI
Dissolution

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and Section 170(c)(2) of the Code or corresponding sections of any prior or future law, or to the Federal, State, or local government for exclusive public purpose.

ARTICLE XII
Initial Registered Office and
Registered Agent

The initial designation of the registered office of this corporation is 455 S. Orange Avenue, Suite 500, Orlando, Florida 32801, and the registered agent at this address is J. Bennett Grocock, P.A.

ARTICLE XIII
Amendments

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be adopted and approved by a majority of the Board of Directors at a meeting duly called.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 12th day of November, 2003.


Eric D. Dunlap, Incorporator

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**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT**

Pursuant to Sections 48.091, 607.0501 and 617, Florida Statutes, the following is submitted:

That Heartbeat Track Club, Inc., desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, at 106 E. Church Street, Orlando, County of Orange, State of Florida, 32801, has named J. Bennett Grocock, P.A., 455 S. Orange Ave, Suite 500, City of Orlando, County of Orange, State of Florida 32801, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for the corporation named above, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

REGISTERED AGENT:

J. Bennett Grocock, P.A.

By: 
J. Bennett Grocock, President

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