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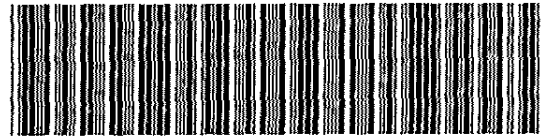
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TALLAHASSEE, FLORIDA
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ALONZO H. HARDESTY, III, P. A.

ATTORNEY AT LAW

SUITE 7
1750 SOUTH VOLUSIA AVENUE
ORANGE CITY, FLORIDA 32763

TELEPHONE (386) 775-3222
FACSIMILE (386) 775-3345

July 7, 2004

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: Four Townes Rotary Charitable Foundation, Inc.

Dear Sir:

Please find enclosed an original and one copy of Articles of Incorporation for the above referenced corporation, together with Designation of Resident Agent and check in the amount of \$79.75 representing the following:

Filing Fee.....	\$35.00
Resident Agent.....	35.00
Certified copy of Articles.....	9.75
Total.....	\$79.75

Very truly yours,


Alonzo H. Hardesty

AHH/pr
Enclosures
cc: Leslie Pearce

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FOUR TOWNES ROTARY
CHARITABLE FOUNDATION, INC.

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ARTICLE I - NAME

The name of this Corporation is FOUR TOWNES ROTARY
CHARITABLE FOUNDATION, INC..

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the Corporation is
1750 South Volusia Avenue, Suite 7, Orange City, Florida 32763.

ARTICLE III - DURATION

The term of existence of the Corporation is perpetual; and
the corporate existence will commence on the date of execution of
these Articles.

ARTICLE IV - NATURE

This is a nonprofit corporation, organized solely for
general charitable purposes pursuant to the Florida Corporation
Not for Profit Law set forth in Section 617 of the Florida
Statutes.

ARTICLE V - PURPOSE

The purposes for which this Corporation is organized are as
follows:

A. For the advancement of charity, education, and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. To operate exclusively for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE VI - DIRECTORS

A. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of nine (9) persons. The number of Directors may be changed by a Bylaw duly adopted by the members of the Corporation, provided, however, that the number shall not, in any event, be less than five (5) persons.

B. The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

C. Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year or until the annual meeting of members following the election and qualification of their successors in office. Annual meetings shall be held at one (1:00 PM) O'clock in the afternoon on the

second Wednesday of the month of March of each year at Deltona Hills Country Club, or at such other place or places as the Board of Directors may designate from time to time by resolution

D. Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this Corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

E. The names and addresses of such initial members of the Board of Directors are as follows:

NAME	ADDRESS
ALONZO H. HARDESTY, III	1235 East Fowler Drive Deltona, Florida
LESLIE PEARCE	2015 North Nemo Drive Deltona, Florida
PATRICIA NORTHEY	2310 Carson Lane Deltona, Florida
DEBRA SUTO-HENRY	101 Louise Avenue New Smyrna Beach, Florida
RICHARD PEARCE	2015 North Nemo Drive

	Deltona, Florida
CAROL ATHERTON	213 Brassington Drive DeBary, Florida
VINCENT AGUSTA	600 Dolphin Cove Court Deltona, Florida
KENNETH RUNGE	1974 East Cooper Drive Deltona, Florida
JEFF RITCHEY	1859 Providence Boulevard Deltona, Florida

F. The names of the initial Officers of the Corporation are as follows:

PRESIDENT/CHAIR	LESLIE PEARCE
VICE PRESIDENT/CHAIR	KEN RUNGE
SECRETARY	DEBRA SUTO-HENRY
TREASURER	ALONZO H. HARDESTY, III

ARTICLE VII - EARNINGS AND ACTIVITIES

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, Directors, 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 IV hereof.

B. 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. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

ARTICLE VIII - DISTRIBUTION OF ASSETS

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding

provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as the court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX - MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the Bylaws of this Corporation.

ARTICLE X - SUBSCRIBER

The name and residence address of the Subscriber of this Corporation is ALONZO H. HARDESTY, III, 1235 East Fowler Drive, Deltona, Florida 32725.

ARTICLE XI- AMENDMENT OF BYLAWS

Subject to the limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, the Bylaws of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, by following the procedure set forth therefor in the Bylaws.

ARTICLE XII - DEDICATION

The property of this Corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this Corporation shall ever inure to the benefit of any Director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XIII - REGISTERED OFFICE AND AGENT

The address of the Corporation's registered office shall be 1750 South Volusia Avenue, Suite 7, Orange City, Florida 32763, and the name of its registered agent at said address shall be ALONZO H. HARDESTY, III.

ARTICLE XIV - AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the Bylaws of this Corporation.

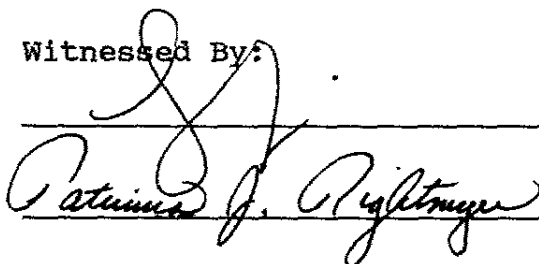
IN WITNESS WHEREOF I have subscribed my name this seventh day of July, 2004.



(SEAL)

ALONZO H. HARDESTY, III

Witnessed By:



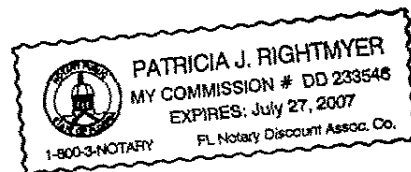
Patricia J. Riehl

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared ALONZO H. HARDESTY, III, to me known to be the person who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed the same for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12 day of July, 2004.


Notary Public



CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA, AND NAMING THE REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034 of the
Florida Statutes, the following is submitted:

That Four Townes Rotary Charitable Foundation, Inc.,
desiring to qualify under the laws of the State of Florida, with
its principal place of business located at 1750 South Volusia
Avenue, Orange City, Florida, has named ALONZO H. HARDESTY, III,
located at 1750 South Volusia Avenue, Orange City, Florida, as
its agent to accept service of process within Florida.

Dated this 7th day of July, 2004.


Alonzo H. Hardesty, III
Incorporator

Having been named to accept service of process for Four
Townes Rotary Charitable Foundation, Inc. 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.

Dated this 7th day of July, 2004.


ALONZO H. HARDESTY, III

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