

N04000010383

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

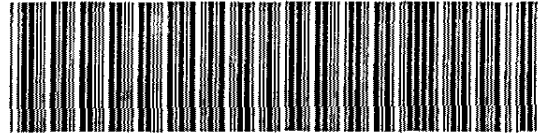
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



400042217074

11/01/04--01025--006

11/01/04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

13

11/4

**GLENN T. SUNDIN**  
ATTORNEY AT LAW  
335 SOUTH PLUMOSA STREET, SUITE A  
MERRITT ISLAND, FLORIDA 32952

LL.M. (TAXATION)  
CERTIFIED PUBLIC ACCOUNTANT (FLORIDA)

(321) 455-1511  
FAX (321) 455-1646

October 27, 2004

Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Formation of Cocoa Beach Band Boosters, Inc.

Dear Madam or Sir:

Find enclosed the original and a copy of the Articles of Incorporation for the above-referenced corporation. Please process the original Articles and date stamp the enclosed copy of the Articles and mail the copy back to me at the above referenced address.

We have also enclosed a check made payable to the Florida Secretary of State in the amount of \$70.00 to cover the applicable filing fees.

Thank you for your assistance in this matter and please call if you have any questions or comments.

Sincerely,

*Glenn T. Sundin*  
Glenn T. Sundin

Enclosures

FILED  
04 NOV - 1 PM 12:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
COCOA BEACH BAND BOOSTERS, INC.  
(A CORPORATION NOT FOR PROFIT)

The undersigned incorporator to these Articles of Incorporation hereby associate to form a corporation not for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is Cocoa Beach Band Boosters, Inc., with its principal offices located at 1500 Minuteman Causeway, Cocoa Beach, Florida 32931. The Board of Directors may from time to time move the principal office of the corporation to any other address in the State of Florida.

ARTICLE II

Nature of Business

The purposes for which the Corporation is formed exclusively religious, charitable, scientific, literary, or educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law. In carrying out such purposes, this Corporation shall have all of the powers and authorities granted by statute and law, including the power and authority to accept gifts, devises and other contributions for charitable purposes, to hold and administer the funds and properties received and to expend, contribute and otherwise dispose of funds or properties for charitable purposes either directly or by

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

04 NOV - 1 PM 12:44

FILED

contribution to other 501(c)(3) organizations organized and operated exclusively for charitable purposes; provided, however, said powers and authorities shall be exercised only in furtherance of charitable purposes.

### ARTICLE III

#### Powers

The corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable, or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the corporation shall exercise only such powers as are set forth in furtherance of the exempt purposes of organizations set forth in Section 501 (c) of the Internal Revenue Code of 1986, as amended, and its regulations as the same now exist or as they may be hereafter amended from time to time.

### ARTICLE IV

#### Membership

The membership of this corporation shall be limited to the members of the Board of Directors and shall consist initially of these persons hereinafter named as directors and such other persons as from time to time may become members as set forth in the Bylaws.

## ARTICLE V

### Term of Existence

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation in the office of the Secretary of the State of Florida and the corporation shall have perpetual existence thereafter.

## ARTICLE VI

### Incorporators

The name and address of the incorporator of these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Susan Wilson	1225 South Orlando Avenue Cocoa Beach, Florida 32931

## ARTICLE VII

### Officers

The officers of the corporation shall be a President, Vice-President, Secretary/Treasurer, and such other officers as may be provided by the Bylaws. Officers shall be elected annually by the Board of Directors at its annual meeting. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

<u>Name</u>	<u>Office</u>
William Sheldon	President
Yvonne Campbell	Vice-President
Jenifer Neils	Secretary
Susan Wilson	Treasurer

## ARTICLE VIII

### Directors

The affairs of the corporation shall be managed by a Board of Directors, members of which shall be elected annually. The number of directors shall be fixed as set forth in the Bylaws of the corporation but shall never be less than four (4). The names and addresses of the first Board of Directors, consisting of four (4) persons who shall serve until their successors are duly elected and qualified, shall be as follows:

<u>Name</u>	<u>Address</u>
Nancy Sharpe	Post office Box 541795 Merritt Island, Florida 32954
Dawn Hurley	4133 San Ysidro Way Rockledge, Florida 32955
Timothy Neils	5374 Breakers Lane Patrick AFB, Florida 32925
Wendy Shelden	5330 Breakers Lane Patrick AFB, Florida 32925

## ARTICLE IX

### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 335 South Plumosa Street, Suite A, Merritt Island, Florida 32952 and the name of the initial registered agent as such address is Glenn T. Sundin.

## ARTICLE X

### Bylaws

The Board of Directors of this corporation shall provide such Bylaws for the conduct of its business and the carrying out of its

purposes as they may deem necessary from time to time. Upon proper notice the Bylaws may be amended, altered or rescinded by a majority vote of a quorum of the members of the Board of Directors at any regular meeting or any special meeting called for that purpose.

#### ARTICLE XI

##### Amendments

Amendments to these Articles of Incorporation shall be proposed by the officers of the corporation and approved by the Board of Directors by a two-thirds vote of a quorum present at a meeting duly called in accordance with the Bylaws of the corporation.

#### ARTICLE XII

##### Limitations on Actions

All the assets and earnings of the corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of or be distributable to its members, trustees, officers, or any of the private persons, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth in Article II hereof. No substantial part of its activity shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or interfere in (including the publishing or distribution of

statements) any political campaign on behalf of or in opposition to any political candidate. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) or any organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws). The corporation shall have no capital stock, pay no dividends, distribute no part of its net income to any members, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the corporation.

In particular, but without limitation of the generality of the foregoing paragraph, during such time as the corporation may be considered a private foundation as defined in Section 509(a) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) it shall not:

(a) fail to distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws):



(b) engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws);

(c) retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws);

(d) make any investment in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws); or

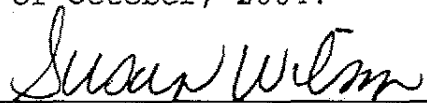
(e) make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws).

#### ARTICLE XIII

##### Dissolution

Upon dissolution of the corporation, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to an organization described in Section 501 (c) (3) and 170(c) (2) of the Internal Revenue Code of 1986, or to the corresponding provisions of any prior or future law, as shall be selected by the last Board of Directors. None of the assets will be distributed to any member, officer or director of this Corporation.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles this 27 day of October, 2004.

  
\_\_\_\_\_  
Susan Wilson, Incorporator

ACCEPTANCE BY REGISTERED AGENT

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

Date: October 27, 2004

Glenn T. Sundin  
Glenn T. Sundin, Registered Agent

FILED  
04 NOV - 1 PM 12:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA