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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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12-9

TRANSMITTAL LETTER

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

SUBJECT: Lady Spades Motorcycle Club, Incorporated
(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: Patrice Varmedoe
Name (Printed or typed)

9525 Sibbald Road
Address

Jacksonville, FL 32208
City, State & Zip

(904) 412-6459
Daytime Telephone number

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

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

Article I

NAME

The name of the corporation shall be ***Lady Spades Motorcycle Club Incorporated.***

Article II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

9525 Sibbald Road
Jacksonville, FL 32208

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Article III

ORGANIZATION DESCRIPTION

The Lady Spades are a group of women from various backgrounds, histories, and lifestyles who have the common interest in owning and operating motorcycles to form a cohesive unit to promote sisterhood. Members of this organization (herein called "sisters") have adopted a life pursuit within this organization to be and promote safe riding, sisterly love, and positive role models. These sisters will forever be supporters of young children, the elderly, and those that live with disabilities and handicaps.

Article IIII

MISSION and PURPOSE

The Lady Spades will strive to promote motorcycle safety, a positive image of all motorcyclists and enthusiasts, and the well being of the community's more dependent citizens.

Article V

MANNER OF ELECTION

The initial President, Vice President, Secretary and Treasurer will be elected by majority vote during the organization's first meeting. The fore mentioned offices would be filled by a like election on an annual basis, which will be determined by the organization's by-laws. The initial Board of Directors shall be appointed to the organization's co-founders and will function as members of the organization's executive board.

The Executive Officers of Lady Spades Motorcycle Club are as follows:

President - who shall hold office for one year and be granted the opportunity for re-election by the majority vote of its members in good standing.

Members in "good standing" will be defined by the organization's by-laws. There will be no term limits for the office of the President.

Vice President - who shall hold office for one year and be granted the opportunity for re-election by the majority vote of its members in good standing. Members in "good standing" will be defined by the organization's by-laws. There will be no term limits for the office of the Vice President. At any given point in time when the President is not present or active, the Vice President will govern the affairs of the organization as "acting" President until a President has been appointed by the Executive Board or by general election of the membership body. Solely the President may also appoint a member to the office of the Vice President in the event that the current Vice President is unable to fulfill her role and responsibilities as an officer. Members and other authoritative figures must refer to the by-laws of the organization for elaboration.

Secretary and Treasurer - who shall hold office for one year and be granted the opportunity for re-election by the majority vote of its members in good standing. Members in "good standing" will be defined by the organization's by-laws. There will be no term limits for the office of the Secretary or Treasurer. In the event that either office held is not in compliance or fulfilling its role and responsibilities, the President may appoint another member to assume the office for the remaining of the term.

General membership - is open to women who own and/or operate sport bikes. Membership will encompass no maximum number of members.

Article VI

MANNER OF MEMBERSHIP TERMINATION

Termination of membership status may be acquired via three (3) alternatives. Officers and members of this corporation may terminate their membership voluntarily, be requested by organization's President to resign, or be expelled from the organization by the organization's Board of Directors which will consist of the President and Co-Founders.

Upon termination of membership of the organization, members are to participate in a formal hearing with the organization's Board of Directors and other officers if deemed necessary by the organization's President. Members to be terminated will be given the opportunity to have any questions asked or concerns addressed at that time. Remaining organization members and officers will be informed appropriately of the revised organization's membership roster.

Membership status may not be transferred to any other motorcycle club. Formal termination from Lady Spades Motorcycle Club must be achieved before any former member may be acknowledged as a member of another motorcycle club.

If for any reason an office bearer shall cease to act during her term in office, a successor shall be appointed by the president and shall hold office.

All terminations, whether voluntary or involuntary, will be made in writing and forwarded to the Board of Directors.

Article VII DISTRIBUTION OF ASSETS

The distribution of assets upon dissolution, final liquidation, or if otherwise permitted by law, upon partial liquidation will be donated to another not for profit organization with a similar mission, to a charity of the organization's preference, or at the discretion of the executive officers. Such final decision will be made during a sanctioned meeting.

Article VIII INITIAL DIRECTORS/OFFICERS

Patrice Varnedoe, President & Co-Founder
9525 Sibbald Road * Jacksonville, FL 32208

DeShondra Brown, Vice President & Co-Founder
959 Ashton Cove Terrace * Jacksonville, FL 32218

Renee L. Smith, Secretary & Co-Founder
5037 Tempest Street * Jacksonville, FL 32244

RaShonda Jackson, Treasurer & Co-Founder
7888 Revere Court * Jacksonville, FL 32217

Article IX INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Patrice Varnedoe
9525 Sibbald Road
Jacksonville, FL 32208

Article X INCORPORATOR

The name and address of the incorporator is:

Quelonda Bruer
7221 Lawn Tennis Lane
Jacksonville, FL 32277

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TALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

PATRICE VARNEDO
Registered Agent (Printed Name)

[Signature]
Signature

12/5/04
Date

Quelonda Bruer
Incorporator (Printed Name)

[Signature]
Signature

12/4/04
Date