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TALLAHASSEE, FLORIDA  
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MRD  
8/9

ND5-36675

## TRANSMITTAL LETTER

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

SUBJECT: CLAY COUNTY VOLLEYBALL ACADEMY, INC.

(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: JOHN F. TOLSON, JR

Name (Printed or typed)

462 KINGSLEY AVENUE, SUITE 101

Address

ORANGE PARK, FLORIDA 32073

City, State & Zip

904/269-0050

Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

August 3, 2005

JOHN F TOLSON, JR.  
462 KINGSLEY AVENUE  
SUITE 101  
ORANGE PARK, FL 32073

SUBJECT: CLAY COUNTY VOLLEYBALL ACADEMY, INC.  
Ref. Number: W05000036675

We have received your document for CLAY COUNTY VOLLEYBALL ACADEMY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap  
Regulatory Specialist  
New Filings Section

Letter Number: 205A00050066

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
CLAY COUNTY VOLLEYBALL ACADEMY, INC.

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

Article 1  
NAME

The name of the Corporation is:

CLAY COUNTY VOLLEYBALL ACADEMY, INC.

Article 2

The address of the Corporation is:

5786 Short Horn Road, Middleburg, Florida 32068

Article 3  
NOT FOR PROFIT

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under law.

Article 4  
DURATION

The duration (term) of the Corporation is perpetual.

Article 5  
PURPOSES

The Corporation is organized, and shall be operated exclusively for, the following purposes:

This Not For Profit Corporation is organized to provide sponsorship of a youth volleyball team which will teach sportsmanship and provide athletic training for youth in the greater Orange Park area. This corporation is not organized, nor shall it operate, for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits, or dividends to its members and is organized solely for non profit purposes. The property, assets,, profits and net income of this corporation is irrevocably dedicated to charitable, educational and religious purposes and no part of the profits or net income of this corporation shall ever inure to the benefit of any member or individual. On the dissolution or winding up of this corporation, its assets remaining after payment, or provision of payment of, all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation or corporation that is organized and operated for charitable, educational or religious purposes and that has established its exempt status under Section 501 (c) of the Internal Revenue code.

To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without

limitation as to its amount or values, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

#### Article 6 MEMBERS

**Rights and Liabilities of Members.** The members of this corporation shall have no right, title, or interest whatsoever in its income, property, or assets, nor shall any portion of such income, property or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities or obligations of the corporation, and shall not be subject to any assessments. The initial members shall be the members of the Board of Directors listed below. The Board of Directors shall approve other individuals of good moral character for membership upon the individual's request for membership and the individuals agreement to abide by the Articles of Incorporation and the Bylaws. The Board of Directors may establish and assess membership dues to fund the activities of the corporation. Membership may be suspended by the Board of Directors for non payment of dues or for other reasonable cause.

#### Article 7 INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 462 Kingsley Avenue, Suite 101, Orange Park, Florida 32073, and the name of its initial Registered Agent at that address is John F. Tolson, Jr.

#### Article 8 INITIAL BOARD OF DIRECTORS

The management of the corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is four (4). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Members shall elect the Directors annually. The Bylaws may provide for ex officio and honorary Directors, and their rights and privileges. The name and address of each initial Director of the Corporation is as follows:

<b>Name</b>	<b>Address</b>
Thomas J. Arnold, Jr.	5786 Short Horn Road, Middleburg, Fl 32068
Joel K. Burghart,	4195 Clove Street, Middleburg, FL 32068
Lawrence P. Mangus, III	2297 Stockton Drive, Green Cove Springs, FL 32043
Trirena D. Best	1309 Portside Drive, Orange Park, FL 32003

#### Article 9 OFFICERS

The Officers of the Corporation shall consist of a President, Vice President, Secretary, and Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Directors at such time and in such manner as may be prescribed by the Bylaws and shall serve at the pleasure of the Directors. The name and address of each initial Officer of the Corporation is as follows:

Office	Name	Address
President	Thomas J. Arnold, Jr.	5786 Short Horn Road, Middleburg, Fl 32068
Vice President	Joel K. Burghart	4195 Clove Street, Middleburg, FL 32068
Treasurer	Lawrence P. Mangus, III	2297 Stockton Drive, Green Cove Springs, FL 32043
Secretary	Trirena D. Best	1309 Portside Drive, Orange Park, FL 32003

#### Article 10 INCORPORATORS

The name and address of the Incorporator is as follows:

John F. Tolson, Jr.  
462 Kingsley Avenue, Suite 101  
Orange Park, Florida 32073

#### Article 11 BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded either by a resolution of the Board of Directors or by following the procedure set forth therefor in the bylaws.

#### Article 12 AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

#### Article 13 DEDICATION OF ASSETS

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 14 NON-STOCK BASIS

This Corporation is organized on a non stock basis. This Corporation shall not issue shares of stock.

In Witness Whereof, the undersigned has signed these Articles of Incorporation on this 1<sup>st</sup> day of August, 2005.

  
\_\_\_\_\_  
John F. Tolson, Jr.  
Incorporator

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

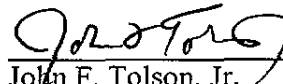
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is:

CLAY COUNTY VOLLEYBALL ACADEMY, INC.

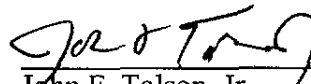
2. The name and address of the Registered Agent and office is:

John F. Tolson, Jr.  
462 Kingsley Ave., Suite 101  
Orange Park, FL 32073



John F. Tolson, Jr.  
Title: Incorporator  
Date: August 1, 2005

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this 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.



John F. Tolson, Jr.  
Date: August 1, 2005