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FLORIDA PROFIT/NON PROFIT CORPORATION

ROTARY CLUB OF SARASOTA GATEWAY, INC.

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**ARTICLES OF INCORPORATION
OF
ROTARY CLUB OF SARASOTA GATEWAY, INC.**

In order to form a corporation under and in accordance with the provisions of Chapter 817, Florida Statutes, we hereby make, adopt and subscribe the following Articles of Incorporation:

**I.
NAME OF CORPORATION**

The name of the Corporation shall be:

Rotary Club of Sarasota Gateway, Inc.

The principal address and mailing address of the Corporation shall be:

P. O. Box 50772
Sarasota, Florida 34232-0306

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**II.
PURPOSES**

The general nature, objects, and purposes of the corporation shall be to operate without profit and exclusively for the promotion of social welfare and to further the common good and welfare of the people of the Sarasota, Florida community by bringing about civic betterment and social improvements.

The specific nature, objects, and purposes of the corporation shall be to encourage and foster the ideal of service as a basis of worthy enterprise and extend the objects of Rotary International, and in particular, to encourage and foster:

- The development of acquaintance as an opportunity for service.
- High ethical standards in business and professions, the recognition of the worthiness of all useful occupations; and the dignifying of each Rotarian's occupation as an opportunity to serve society.
- The application of the ideal of service in each Rotarian's personal, business, and community life.
- The advancement of international understanding, goodwill, and peace through a world fellowship of business and professional persons united in the ideal of service.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services

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rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. Notwithstanding any other provisions of this document, the Corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(4), of the Internal Revenue Code, or corresponding section of any future federal tax code.

III. NON-DISCRIMINATORY POLICY

The Corporation affirms its establishment of a non-discriminatory policy and admits all peoples of any race, color, national and ethnic origin to all rights, privileges, programs, and activities generally accorded or made available to participants of any and all of its current and future programs. It does not discriminate on the basis of race, color, national and ethnic origin in the administration of its educational policies, admissions policies, financial assistance policies, sponsorship and other related programs.

IV. BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by an initial board of directors consisting of not less than nine (9) persons, as determined pursuant to provisions of the Bylaws. The board of directors may consist of ten (10) persons, when there is a past president serving on the board of directors. The method of election of directors shall be as stated in the Bylaws.

V. CORPORATE EXISTENCE

The existence of the Corporation shall be perpetual, unless dissolved according to law.

VI. BYLAWS

The board of directors of the Corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the directors in the manner provided by such Bylaws.

VII. REGISTERED OFFICE

The street address of the initial registered office of the Corporation is 200 South Orange Avenue, Sarasota, Florida 34236, and the name of the current registered agent of the Corporation at that address is Michael J. Wilson.

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**VIII.
INCORPORATOR**

The names and address of the incorporators to these Articles of Incorporation are as follows:

Dawn E. Hurlburt
Steven Briggs
Kenneth Martin
W. Frank Hurlburt III
Patricia Coleman
Jerome Schwarzkopf
John Cavanaugh
Howard Crowell, Jr.
Robert Agnew

The address for all of the above is: P. O. Box 50772, Sarasota, Florida 34232-0306.

**IX.
MEMBERS**

Membership in the corporation shall be as set forth in the Bylaws.

**X.
COMMITTEES**

The Corporation may establish such committees as may be necessary to efficiently carry out the general purposes and activities of the Corporation.

**XI.
DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of sections 501(c)(3) of 501(c)(4) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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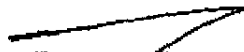
**XII.
AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law.

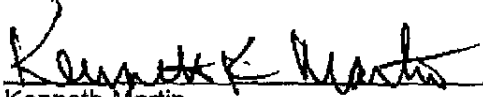
IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 30th day of January, 2006.



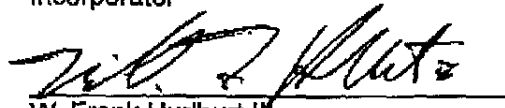
Dawn E. Hurlburt
Incorporator



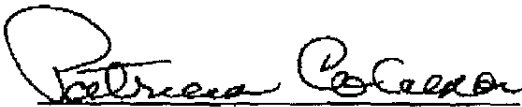
Steven Briggs
Incorporator




Kenneth Martin
Incorporator



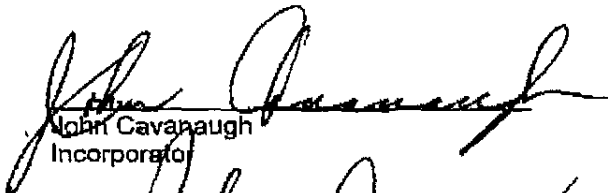
W. Frank Hurlburt III
Incorporator



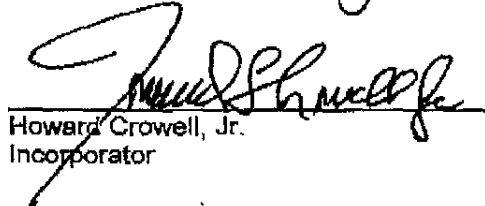
Patricia Coleman
Incorporator



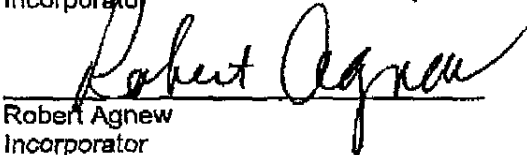
Jerome Schwarzkopf
Incorporator



John Cavanaugh
Incorporator



Howard Crowell, Jr.
Incorporator

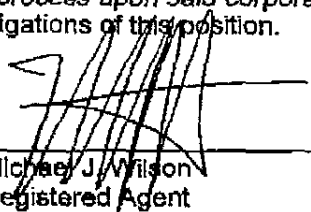


Robert Agnew
Incorporator

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ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned, hereby consents to the appointment as Registered Agent of Rotary Club of Sarasota Gateway, Inc., to accept service of process upon said corporation in this state. The undersigned is familiar with, and accepts, the obligations of this position.



Michael J. Wilson
Registered Agent

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