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TALLAHASSEE, FLORIDA

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COVER LETTER

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

SUBJECT: FIRST COAST OFFSHORE RODEO, 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: D. Brad Hughes, Esq.
Name (Printed or typed)

1301 Plantation Island Dr. S., Suite 204
Address

St. Augustine, Florida 32080
City, State & Zip

(904) 461-1411
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
FIRST COAST OFFSHORE RODEO, INC.
A FLORIDA NONPROFIT CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE: NAME

The Name of the corporation is:

FIRST COAST OFFSHORE RODEO, INC.

ARTICLE TWO: LOCATION OF PRINCIPAL OFFICE

The principal office for the transaction of the business and the mailing address of this corporation is to be located at 2701 Isabella Blvd., Jacksonville Beach, Florida 32250, in the County of Duval, in the State of Florida, Country of the United States.

ARTICLE THREE: GENERAL AND SPECIFIC PURPOSES

(a) This is a nonprofit corporation organized solely for general charitable, educational and scientific purposes pursuant to the Florida Not For Profit Corporation Act set forth in Chapter 617 of the Florida Statutes.

(b) The specific and primary purposes for which this corporation is formed are to operate for the advancement of medical research and for other related charitable purposes, by the distribution of its funds for such purposes.

(c) The general purposes for which this corporation is formed are to operate exclusively for such charitable, educational and scientific purposes as will qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(d) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Three subsection (c) hereof. 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 or in opposition to any candidate for public office. 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.

(e) Upon winding up and dissolution of the corporation, the assets of the corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws to be used exclusively for charitable, educational or scientific purposes. If the corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

ARTICLE FOUR: MANNER OF ELECTION

(a) *Members.* The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be set forth in the bylaws. The members shall elect directors, from time to time, as prescribed in the bylaws of this corporation. Membership in this corporation is not transferable.

(b) *Board of Directors.* The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by its directors. The number of directors of the corporation shall be not less than three (3); provided, however, that such number may be changed by a bylaw duly adopted by the members.

The directors named herein as the first board of directors shall hold office until the first annual meeting of members at which time an election of members shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of approximately one (1) year(s) until the second annual meeting of members following the election of members and until the qualification of the successors in office. Annual meetings shall be held in accordance with the bylaws.

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 bylaws of this corporation authorize the trustees to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE FIVE: INITIAL DIRECTORS

The names and residence addresses of the directors of this corporation are as follows.

Mark P. Lacovara, Jr., 2701 Isabella Blvd., Jacksonville Beach, Florida 32250

Bruce Hall, 3281 Highland Mill Lane, Orange Park, Florida 32065

Travis Hughes, 3123 Cesery Boulevard, Jacksonville, Florida 32277

Russ Ost, 2403 Daniels Landing Dr., Orange Park, Florida 32065

ARTICLE SIX: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of this corporation's registered agent shall be Mark P. Lacovara, Jr., 2701 Isabella Blvd., Jacksonville Beach, Florida 32250.

ARTICLE SEVEN: INCORPORATOR

The name and address of this corporation's incorporator is Mark P. Lacovara, Jr., 2701 Isabella Blvd., Jacksonville Beach, Florida 32250.

ARTICLE EIGHT: INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a director, officer or member of the corporation shall be indemnified by the corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein. Such right of indemnification shall not be deemed exclusive of any other rights to which such director, officer or member (or such heirs, executors or administrators) may be entitled apart from this Article.

ARTICLE NINE: BYLAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the Florida Not For Profit Corporation Act, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by a procedure set forth in the bylaws.

ARTICLE TEN: AMENDMENT OF ARTICLES

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors, or by a procedure set forth in the bylaws, and presented to a quorum of

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared Mark P. Lacovara, Jr., who produced a valid FLDL as proof of identification, and who is known to be the person described as the incorporator in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal at Fort Lauderdale County, Florida on this 5 day of February 2007.

Kelly Reynard
Notary Public—State of Florida
Printed Name:
My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of members of the corporation.

ACCEPTANCE OF REGISTERED AGENT

I, Mark P. Lacovara, Jr., having been named to accept the service of process for FIRST COAST OFFSHORE RODEO, INC., certify that I am a permanent resident of Duval County, Florida, and do hereby accept to act in this capacity, and agree to comply with the laws of the State of Florida relative to keeping open said office.

DATED this 5th day of February 2007.

Mark P. Lacovara, Jr.

STATE OF FLORIDA
COUNTY OF Duval

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared Mark P. Lacovara, Jr., who produced a valid FLDL as proof of identification, and who is known to be the person described as the registered agent in the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal at Jax, FL, Duval County, Florida on this 5 day of February 2007.

Kelly Reynard
Notary Public—State of Florida
Printed Name:
My Commission Expires:



ACKNOWLEDGMENT OF INCORPORATOR

I, Mark P. Lacovara, Jr., being the incorporator of this corporation, have executed these Articles of Incorporation on this 5th day of February 2007, for the purpose of forming this nonprofit charitable corporation under the Laws of Florida,

Mark P. Lacovara, Jr.
President

STATE OF FLORIDA
COUNTY OF Duval

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TALLAHASSEE, FLORIDA