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FLORIDA PROFIT/NON PROFIT CORPORATION

REPUBLICAN CLUB OF LEE COUNTY, INC.

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
REPUBLICAN CLUB OF LEE COUNTY, INC.
A NONPROFIT CORPORATION**

08 MAY - 1 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
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We the undersigned, for the purpose of forming a nonprofit corporation under the Florida Not For Profit Corporation Act, (Chapter 617, Florida Statutes) do hereby make and adopt the following Articles of Incorporation:

**Article 1
NAME**

The name of the Corporation is: **REPUBLICAN CLUB OF LEE COUNTY, INC.**

**Article 2
NOT FOR PROFIT**

The Corporation is a corporation not for profit as defined in Chapter 617 of the Florida Statutes. 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 3
DURATION**

The duration of the Corporation is perpetual.

**Article 4
PURPOSES**

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

A. To further the aims and objectives of the Republican Party pursuant to the Party Rules of the Republican National Convention and pursuant to the Constitution and Party Rules of the Republican Party of Florida.

B. 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 donation, contribution, bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, 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.

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

Article 5 LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Directors or Officers, but 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 4 (Purposes) hereof.

Article 6 MEMBERS

Any registered Republican voter residing in Lee County Florida, is eligible to become a voting member of the Corporation. The directors may from time to time adopt Bylaws providing for honorary memberships, which may be voting or nonvoting.

Article 7 INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 12670 New Brittany Blvd., Suite 101, Fort Myers, Florida, 33907 the name of its initial Registered Agent at that address is Robert D. Royston, 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 three (3). 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 (3). The name and address of each initial Director of the Corporation is as follows:

Name:	Address:
Lars G. Marrell	6300 South Pointe Blvd., #111 Fort Myers, FL 33913
Thomas F. Orthman, Sr.	1315 Longboat Drive Fort Myers, FL 33919
Robin Bennett	11254 Cypress Tree Circle Fort Myers, FL 33913

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**Article 9
BYLAWS**

The initial Bylaws of the Corporation are to be made and adopted by the Board of Directors and shall be subject to approval by the Lee County Republican Party Executive Committee and the Membership. The Bylaws may be altered, amended or rescinded thereafter only in the manner provided by the Bylaws.

**Article 10
AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, subject to approval by the Lee County Republican Party Executive Committee and the Membership.

**Article 11
NONSTOCK BASIS**

The Corporation is organized and shall be operated on a nonstock basis and shall not have the power to issue shares of any type or class of stock or other certificates or writings evidencing an ownership or proprietary interest in the Corporation.

**Article 12
INDEMNIFICATION**

The Corporation may indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the Florida General Corporation Act and the Florida Not For Profit Corporation Act.

**Article 13
DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for the purposes set forth in Article 4(A) above.

**Article 14
COMMENCEMENT OF CORPORATE EXISTENCE**

The date when corporate existence shall commence as of the time and date of the filing of these Articles of Incorporation with the Secretary of State of Florida pursuant to Section 617.0123, Florida Statutes.

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**Article 15
INCORPORATORS**

The name and address of the Incorporator is as follows:

Name:**Address:**

Lars G. Marrell

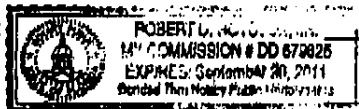
6300 South Pointe Blvd., #111
Fort Myers, FL 33913**Article 16**

The principal office and mailing address of the corporation is c/o Lars G. Marell, 6300 South Pointe Blvd., #111, Fort Myers, FL 33913.

In Witness Whereof, the undersigned Incorporator has signed these Articles of Incorporation on this 29th day of April, 2008.
Lars G. Marell, IncorporatorSTATE OF FLORIDA
COUNTY OF LEEThe foregoing instrument was acknowledged before me this 29th day of April, 2008, by Lars G. Marrell.

My Commission Expires:

SEAL

Notary Public, State of Florida
Robert D. Royston, Jr.

(printed name of notary)

Personally Known ☒ OR Produced Identification

Type of Identification Produced _____



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**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION**

Robert D. Royston, Jr., an individual residing in the State of Florida, having a business office identical with registered office of Republican Club of Lee County, Inc. and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of Republican Club of Lee County, Inc., is familiar with and does hereby accept the obligations of the position of Registered Agent under Section 617.0501, Florida Statutes. I hereby agree to act in this capacity, and I further agree to comply with the provisions of Florida law relative to the proper and complete performance of my duties.



Robert D. Royston, Jr.Dated: 4/29/2008SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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