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DIVISION OF CORPORATIONS
08 MAY 21 PM 3:55

5/21/08

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Transmittal Letter

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Subject: THE PANAMA CITY LIONS FOUNDATION, INC.

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 and Certificate of Status
- ☐ \$ 78.75 Filing Fee and Certified Copy
- ☐ \$ 87.50 Filing Fee, Certified Copy & Certificate of Status

From:

William E. Ringelstein
Document Preparation Agency
1780 Deborah Dr., Unit 12
Punta Gorda, FL 33950
(941) 637-9979



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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May 14, 2008

WILLIAM E. RINGELSTEIN
1780 DEBORAH DRIVE
UNIT 12
PUNTA GORDA, FL 33950

SUBJECT: THE PANAMA CITY LIONS FOUNDATION, INC.
Ref. Number: W08000024211

We have received your document for THE PANAMA CITY LIONS FOUNDATION, 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):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the corrected 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) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 108A00030803

RECEIVED
08 MAY 21 AM 8:00
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

The Panama City Lions Foundation, Inc.

A NON-PROFIT CORPORATION

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DIVISION OF CORPORATIONS
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The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the state of Florida, adopt the following Articles of Incorporation:

ONE: The name of this corporation shall be:

The Panama City Lions Foundation, Inc.

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

The Panama City Lions Foundation, Inc., c/o Nathaniel Harris, 6501 Harbour Blvd., Panama City Beach, FL, 32407

THREE: This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The specific purposes for which this corporation is organized are:

A. The purposes for which The Panama City Lions Foundation, Inc. is organized are exclusively charitable, educational and scientific within the meaning of section 501 (c) (3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.

B. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

C. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) 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 so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

D. To solicit, collect and otherwise raise money to fund those aims and goals of The Panama City Lions Foundation, Inc. which are exclusively charitable and within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

FOUR: The manner in which the Directors are elected is as follows:

The Officers and Directors will be elected and hold office as provided in this organization's By-Laws Article IV & V.

FIVE: The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited as follows:

No additional limits.

SIX: These Articles of Incorporation may be amended as follows:

A. At any regular or special meeting of the Corporation, at which a quorum is present, by affirmative vote of two-thirds of the members present and voting, providing the Directors have previously considered the merits of the amendments.

B. No amendment shall be put to a vote unless written notice thereof stating the proposed amendment shall have been given to each member, by mail or personal delivery, at least two weeks prior to the meeting at which the vote on the proposed amendment is to be taken.

SEVEN: The name and street address of the initial registered agent of this corporation is:

Nathaniel Harris, 6501 Harbour Blvd., Panama City Beach, FL 32407

EIGHT: The names and the street addresses of the 3 initial directors and 3 incorporators are:

Directors:

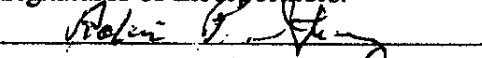


1. Allen Meyerhoff, 3190 Wood Valley Rd, Panama City, FL 32405
2. William Smith, 901 Kristanna Dr., Panama City, 32405
3. Richard Gheesling, 2811 Longleaf Rd., Panama City, FL 32405

Incorporators:

1. Robin Sharp, 4441 Ashland Rd., #204, Panama City, FL 32405,
2. Robert Croft, 904 Buena Vista Blvd., Panama City, FL 32401
3. J. D. Webster, 6323 Causa Way, RD #1, Panama City Beach, FL 32408

The undersigned incorporators have executed these Articles of Incorporation this 8th day of May, 2008.

Signatures of Incorporators:

	Robin Sharp
	Robert Croft
	J. D. Webster

**CERTIFICATE OF DESIGNATION REGISTERED
AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 807.0501 OR 617.0501, 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:

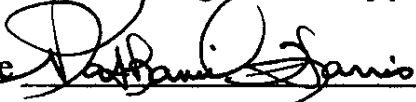
The Panama City Lions Foundation, Inc.

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2. The name and address of the registered agent and office is:

Nathaniel Harris
6501 Harbour Blvd.
Panama City Beach, FL 32407

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.

Signature 

Date 5/8/08