

N080000005585

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

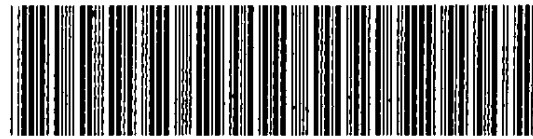
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500130893425

06/10/08--01020--015 ++78.75

MRD  
6/11

FILED  
08 JUN 10 AM 11:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# WOTITZKY, WOTITZKY, ROSS & TUTTLE, P.A.

## ATTORNEYS AT LAW

223 TAYLOR STREET  
PUNTA GORDA, FLORIDA 33950-4427

TELEPHONE (941) 639-2171  
ENGLEWOOD (941) 473-1700  
FACSIMILE: (941) 639-2197

WEB SITE:  
[www.wotitzkylaw.com](http://www.wotitzkylaw.com)

EDWARD L. WOTITZKY \*  
WARREN R. ROSS \*\*  
MELANIE H. TUTTLE  
LANCE C. BALL  
DIANE K. MCCLELLAN  
MARK MARTELLA \*\*\*  
DAVID W. FINEMAN  
TAMSEN HAYS

\*FL BAR BOARD CERTIFIED  
REAL ESTATE LAWYER  
\*\*ALSO MEMBER OHIO BAR  
\*\*\*ALSO MEMBER NJ BAR

FRANK WOTITZKY (*Of Counsel*)  
LEO WOTITZKY (1912-2005)

June 9, 2008

## VIA FEDERAL EXPRESS

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

RE: **Florida Student Athletes, Inc.**

Dear Sir or Madame:

Enclosed please find the original of one copy of the Articles of Incorporation and Acceptance of Registered Agent for the above-referenced corporation, as well as a check in the amount of \$78.75 for the filing fees and a Certified Copy of the Articles of Incorporation. Please return all correspondence concerning this matter to: Cheyenne R. Young, 223 Taylor Street, Punta Gorda, FL 33950. For further information concerning this matter, please call me at 941-639-2171.

Thank you for your assistance in this matter.

Sincerely,



Cheyenne R. Young

/cry

Encls.

G:\Cheyenne\CLIENTS\Florida Student Athletes, Inc\Div of Corp Letter wpd

**ESTABLISHED 1940**

PERSONAL INJURY • WRONGFUL DEATH • CIVIL LITIGATION • CRIMINAL LAW  
WILLS, TRUSTS & ESTATE PLANNING • PROBATE • CORPORATION & BUSINESS LAW • CONSTRUCTION LAW • ZONING, LAND USE & ADMINISTRATIVE LAW  
REAL ESTATE CLOSINGS • TITLE INSURANCE • REAL PROPERTY LAW • CONDOMINIUM & COMMUNITY ASSOCIATION LAW • DIVORCE, CUSTODY & FAMILY LAW

**ARTICLES OF INCORPORATION**  
**OF**  
**FLORIDA STUDENT ATHLETES, INC.**  
**(A Florida corporation not for profit)**

**FILED**  
08 JUN 10 AM 11:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a nonprofit corporation under the laws of the State of Florida, and hereby subscribes to and adopts the following as the articles of incorporation:

**ARTICLE I: NAME AND MAILING ADDRESS**

The name of this corporation is **FLORIDA STUDENT ATHLETES, INC.** and its mailing address shall be 7325 Satsuma Drive, Punta Gorda, Florida 33955.

**ARTICLE II: DURATION**

This corporation shall exist perpetually unless dissolved according to law.

**ARTICLE III: PURPOSES**

The purposes for which this corporation is organized are exclusively charitable and educational within the meaning of the United States Internal Revenue Code Section 501(c)(3).

**ARTICLE IV: MEMBERSHIP**

The membership of this corporation shall consist of the members of the Board of Directors as may hereafter be elected pursuant to the Bylaws of the corporation.

**ARTICLE V: INITIAL REGISTERED OFFICE  
AND INITIAL REGISTERED AGENT**

The street address of the initial registered office of the corporation is 7325 Satsuma Drive, Punta Gorda, Florida 33955. The name of the initial registered agent of the corporation is Samuel A. Sanders.

**ARTICLE VI: SUBSCRIBER**

The name and address of the subscriber to this certificate is Samuel A. Sanders, 7325 Satsuma Drive, Punta Gorda, Florida 33955

## **ARTICLE VII: OFFICERS**

**Section 1.** The officers of the corporation shall be a president, a vice-president, a secretary, a treasurer, and such other officers as may be provided in the Bylaws, all of whom shall be elected by the Board of Directors of the corporation at its annual meeting.

**Section 2.** The names of the persons who are to serve as officers until the first election under these articles of incorporation are:

| <b><u>OFFICE</u></b>         | <b><u>NAME</u></b>   |
|------------------------------|--|
| President                    | Samuel A. Sanders<br>7325 Satsuma Drive<br>Punta Gorda, Florida 33955  |
| Vice President and Treasurer | Gregory L. Higgins<br>24623 Nova Lane<br>Port Charlotte, Florida 33980 |
| Secretary                    | Laralee Higgins<br>24623 Nova Lane<br>Port Charlotte, Florida 33980    |

## **ARTICLE VIII: BOARD OF DIRECTORS**

**Section 1.** The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three initial directors. The number of directors may be changed from time to time in accordance with the Bylaws, but shall never be less than three nor more than nine.

**Section 2.** *Members of the Board of Directors shall be elected at the annual meeting of the corporation and shall hold office in accordance with the Bylaws.*

**Section 3.** The names and addresses of the initial Board of Directors, all of whom shall hold office until their successors are duly elected and qualified, are:

| <b><u>NAME</u></b> | <b><u>ADDRESS</u></b>                          |
|--------------------|--|
| Samuel A. Sanders  | 7325 Satsuma Drive, Punta Gorda, Florida 33955 |
| Gregory L. Higgins | 24623 Nova Lane, Port Charlotte, Florida 33980 |
| Laralee Higgins    | 24623 Nova Lane, Port Charlotte, Florida 33980 |

#### **ARTICLE IX: BYLAWS**

The Board of Directors shall adopt such Bylaws for the conduct of its business and the carrying out of its purposes as it may deem necessary, and may from time to time amend, alter, or rescind the same by a simple majority vote of those present at a board meeting called for that purpose, or at a regular board meeting upon notice given, except as otherwise herein provided.

#### **ARTICLE X: AMENDMENTS**

These Articles of Incorporation may be amended by a two-thirds vote of those present at a special meeting of the Board of Directors called for that purpose, or at a regular meeting of the Board of Directors upon notice given, as provided by the Bylaws, of intention to submit such amendments.

#### **ARTICLE XI: DISTRIBUTION OF ASSETS UPON DISSOLUTION**

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 the 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 a Court of Competent Jurisdiction 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.

#### **ARTICLE XII: INDEMNIFICATION**

Every officer and director of this corporation shall be indemnified by the corporation against expenses and liabilities, including attorney's fees, reasonably incurred by or imposed on him or her in connection with a proceeding to which he or she is a party or in which he or she is involved because of being or having been a director or officer of this corporation, or a settlement of such proceeding, whether or not he or she is a director or officer at the time the expenses are incurred, unless he or she is adjudged guilty of wilful misfeasance or malfeasance in the performance of his or her duties; but if the settlement is made, the indemnification applies only when the Board of Directors approves the settlement and reimbursement as being in the best interest of the corporation. This indemnification is in addition to and not exclusive of other rights to which the directors or officers are entitled.

#### **ARTICLE XIII: PROHIBITED ACTIVITIES**

Notwithstanding any other provision of these articles of incorporation to the contrary, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under I.R.C. Section 501(c)(3) or by a corporation contributions to which are deductible under I.R.C. Section 170(c)(2) or the corresponding provisions of any future United States Internal Revenue Code. 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 rendered and to make payments and distributions in furtherance of the purposes set

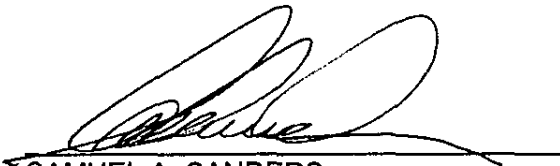
forth herein. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

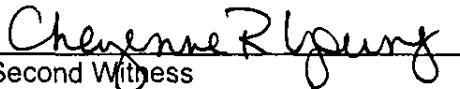
IN WITNESS WHEREOF, the undersigned, being the sole subscriber to these articles, has executed these articles of incorporation this 5<sup>TH</sup> day of June, 2008.

*Signed, Sealed and Delivered  
in the Presence of:*

  
\_\_\_\_\_  
First Witness

Jason D. Volkmen  
Printed Name of First Witness

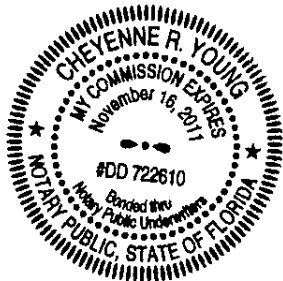
  
\_\_\_\_\_  
SAMUEL A. SANDERS


  
\_\_\_\_\_  
Second Witness

Cheyenne R. Young  
Printed Name of Second Witness

State of Florida  
County of Charlotte

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of June, 2008, by Samuel A. Sanders, as subscriber, Director and President of Florida Student Athletes, Inc., a Florida non profit corporation, on behalf of the corporation. He has produced a Florida Driver's License as identification and did not take an oath.




  
\_\_\_\_\_  
Notary Public  
Cheyenne R. Young  
Commission Number: DD 722610  
My commission expires: November 16, 2011

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the Articles of Incorporation of FLORIDA STUDENT ATHLETES, INC. as the registered agent of this corporation, hereby consents to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and is familiar with and accepts the obligations of the position of registered agent.

DATED this 5<sup>TH</sup> day of June, 2008.

  
\_\_\_\_\_  
SAMUEL A. SANDERS

FILED  
08 JUN 10 AM 11:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA