

N09000000932

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

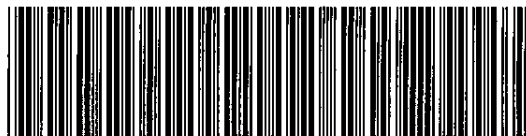
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400142059304

01/29/09--01020--019 **78.75

FILED

2009 JAN 29 PM 4:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Dorch JAN 30 2009

CLAY MARTIN
C H A R T E R E D

COUNSELOR AT LAW

January 27, 2009

Secretary of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, FL 32314

RE: M-M-MEL TILLIS & FRIENDS FISHING TOURNAMENT, INC.

Dear Sir or Madam:

Enclosed, please find the original and one (1) copy of the Articles of Incorporation for the above-referenced not for profit corporation, as well as a check in the amount of \$78.75 in payment of the following fees:

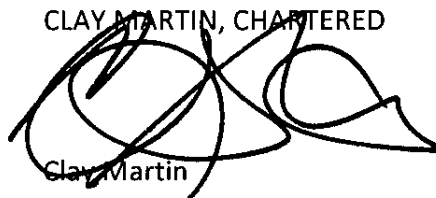
Filing Fee	\$ 35.00
Certificate Designating Resident Agent	35.00
Certified Copy of Articles of Incorporation	8.75

Please note the Articles of Incorporation were executed in counterparts and therefore multiple original signature pages. Highlighting of the name of signatory under a signature indicates an original signature rather than a copy.

After filing the original Articles of Incorporation, please certify the enclosed copy of the Articles of Incorporation and return said copy to me.

Sincerely,

CLAY MARTIN, CHARTERED



Clay Martin

enclosures

FILED

2009 JAN 29 PM 4: 20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
M-M-MEL TILLIS & FRIENDS FISHING TOURNAMENT, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

ARTICLE ONE. NAME

The name of this corporation is m-m-Mel Tillis & Friends Fishing Tournament, Inc.

ARTICLE TWO. STATEMENT OF CORPORATE NATURE

This is a not for profit corporation organized solely for general charitable purposes pursuant to the Florida Not for Profit Corporation Act set forth in Chapter 617, Florida Statutes.

ARTICLE THREE. GENERAL AND SPECIFIC PURPOSES

- (a) The specific and primary purposes for which this corporation is formed are to i) advance the education of children in the Steinhatchee, Florida area through financial support of the Steinhatchee School; and ii) provide financial support to the Shriners Hospitals for Children.
- (b) The general purposes for which this corporation is formed are to operate exclusively for such purposes as will qualify it 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.
- (c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE FOUR. TERM

This corporation shall have a perpetual existence.

ARTICLE FIVE. TRUSTEES AS MEMBERSHIP

- (a) **Trustees as Membership.** The sole class of membership of this corporation shall be its trustees. The Trustees may create additional classes of membership.
- (b) **Rights and Liabilities of Members.** The members of this corporation shall have no right, title or interest whatsoever in its income, property or assets, nor shall any portion of such income, property or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this

corporation shall not be personally liable for the debts, liabilities or obligations of the corporation and shall not be subject to any assessment.

ARTICLE SIX. INCORPORATORS

The names and residence addresses of the incorporators of this corporation are as follows:

Susan Parker	851 NW 250 th Terrace, Suite 13 Newberry, Florida 32669
Mel Tillis	3620 NE 8 th Place Ocala, Florida 34470
Jim Hunt	1306 SE Riverside Drive Steinhatchee, Florida 32359
Anthony Tocco	4802 SW 358 Highway Steinhatchee, Florida 32359
James R. Reed	220 Forest Circle Perry, Florida 32348
Susan Jones	104 NW 3 rd Street Steinhatchee, Florida 32359
Sam Gerace	3357 SW 7 th Street Ocala, Florida 34474
Pam Wessels	220 Tenth Street SE Steinhatchee, Florida 32359
Jeff Miller	1661 NW 57 th Street Ocala, Florida 34475

ARTICLE SEVEN. LOCATION OF PRINCIPAL OFFICE AND IDENTIFICATION OF REGISTERED AGENT

- (a) The **physical address** of the principal office of the corporation is 851 NW 250th Terrace, Suite 13, Newberry, Florida 32669; the **mailing address** of the principal office is P. O. Box 148, Newberry, Florida 32669. The county in which Corporation's business is to be transacted is Alachua County, Florida.
- (b) The name and address of this corporation's registered agent is Susan Parker, 851 NW 250th Terrace, Suite 13, Newberry, Florida 32669.

ARTICLE EIGHT. BOARD OF TRUSTEES.

The number of trustees shall not be less than 3 nor more than 15. The first trustees of the Corporation are:

Susan Parker	851 NW 250 th Terrace, Suite 13 Newberry, Florida 32669
Mel Tillis	3620 NE 8 th Place Ocala, Florida 34470
Jim Hunt	1306 SE Riverside Drive Steinhatchee, Florida 32359
Anthony Tocco	4802 SW 358 Highway Steinhatchee, Florida 32359
James R. Reed	220 Forest Circle Perry, Florida 32348
Susan Jones	104 NW 3 rd Street Steinhatchee, Florida 32359
Sam Gerace	3357 SW 7 th Street Ocala, Florida 34474
Pam Wessels	220 Tenth Street SE Steinhatchee, Florida 32359
Jeff Miller	1661 NW 57 th Street Ocala, Florida 34475

The trustees named herein as the first board of trustees shall hold office until the first meeting of the board of trustees to be held on or before April 1, 2009, or at such other date and time as the board of trustees shall designate, at the offices of the Corporation at which time an election of trustees shall be held. Annual meetings of the board of trustees shall be held prior to April 1st of each year at the principal office of the corporation or at such other place or places as the board of trustees may designate from time to time.

The trustees shall be divided as equally as the total number of trustees will permit into three (3) classes. The first class shall serve until the annual election of trustees in 2010; the second class shall serve until the annual election of trustees in 2011; the third class shall serve until the annual election of trustees in 2012. At each succeeding annual election of trustees, the trustees elected to succeed those whose terms have expired shall serve until the annual election of trustees which takes place in the third year following their election. If the number of trustees has changed, any increase or decrease shall be apportioned among the classes so as to make all classes as nearly equal in number as possible.

Any action required or permitted to be taken by the board of trustees 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 trustees. 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 trustees without a meeting and that the articles of incorporation of this corporation authorize the trustees to so act. Such a statement shall be *prima facie* evidence of such authority.

The names and addresses of such first members of the board of trustees and their classes are as follows:

<u>Trustee</u>	<u>Class</u>
Anthony Tocco	Three
Susan Parker	Three
Mel Tillis	Three
Susan Jones	Two
Jim Hunt	Two
Jeff Miller	Two
Sam Gerace	One
James R. Reed	One
Pam Wessels	One

Corporate Officers. The board of trustees shall elect the following officers: chairman, vice-chairman, president, and secretary/treasurer, and such other officers as the bylaws of this corporation may authorize the trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of trustees. Until such election is held, the following persons shall serve as corporate officers:

<u>Trustee</u>	<u>Office</u>
Anthony Tocco	President
Jim Hunt	Vice-President
Susan Jones	Secretary
Susan Parker	Treasurer

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 trustees or by following the procedure set forth therefor in the bylaws.

ARTICLE TEN. DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to the purposes set forth in Articles thence hereof and no part of the net income or assets of this corporation shall ever inure to the benefit of any trustee, officer, or member thereof, or to the benefit of any private individual.

ARTICLE ELEVEN. DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

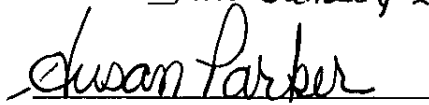
ARTICLE TWELVE. DISTRIBUTION OF INCOME AND PROHIBITED TRANSACTIONS

- (a) **Distribution of Income.** The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax law.
- (b) **Self Dealing.** The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax law.
- (c) **Excess Business Holdings.** The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- (d) **Investments Jeopardizing Charitable Purpose.** The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- (e) **Taxable Expenditures.** The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax law.

ARTICLE THIRTEEN. AMENDMENT OF ARTICLES

Amendments to these articles of incorporation may be purposed by a resolution adopted by the board of trustees and presented to a quorum of members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this nonprofit charitable corporation under the Laws of Florida have executed these Articles of Incorporation effective on ~~December 1, 2008~~ January 27, 2009


Susan Parker, Incorporator

Mel Tillis, Incorporator

Andrew Tocco, Incorporator

Susan Jones, Incorporator

ARTICLE ELEVEN. DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

ARTICLE TWELVE. DISTRIBUTION OF INCOME AND PROHIBITED TRANSACTIONS

- (a) **Distribution of Income.** The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax law.
- (b) **Self Dealing.** The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax law.
- (c) **Excess Business Holdings.** The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- (d) **Investments Jeopardizing Charitable Purpose.** The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- (e) **Taxable Expenditures.** The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax law.

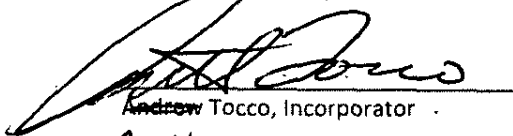
ARTICLE THIRTEEN. AMENDMENT OF ARTICLES

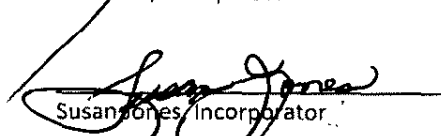
Amendments to these articles of incorporation may be purposed by a resolution adopted by the board of trustees and presented to a quorum of members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this nonprofit charitable corporation under the Laws of Florida have executed these Articles of Incorporation effective on ~~December 2, 2008~~, January 27, 2009


Susan Parker, Incorporator


Mel Tillis, Incorporator


Andrew Tocco, Incorporator
Anthony


Susan Jones, Incorporator

Jim Hunt, Incorporator

Jeff Miller, Incorporator

Sam Gerace, Incorporator

James R. Reed, Incorporator

Pam Wessels, Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of M-M-MEL TILLIS & FRIENDS FISHING TOURNAMENT, INC., which is contained in the foregoing Articles of Incorporation.

Susan Parker

851 NW 250th Terrace, Suite 13
Newberry, Florida 32669


DATED this 27th day of January, 2009
~~December~~, 2008.



SUSAN PARKER


Registered Agent

Jim Hunt, Incorporator.



Sam Gerace, Incorporator

Pam Wessels, Incorporator



Jeff Miller, Incorporator

James R. Reed, Incorporator

ACCEPTANCE BY REGISTERED AGENT


The undersigned hereby accepts the appointment as Registered Agent of M-M-MEL TILLIS & FRIENDS FISHING TOURNAMENT, INC., which is contained in the foregoing Articles of Incorporation.


Susan Parker
851 NW 250th Terrace, Suite 13
Newberry, Florida 32669

DATED this 27th day of January, 2009
~~December~~ 2008.

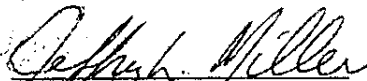



SUSAN PARKER
Registered Agent


Jim Hunt, Incorporator


Sam Gerace, Incorporator


Pam Wessels, Incorporator


Jeff Miller, Incorporator


James R. Reed, Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of M-M-MEL TILLIS & FRIENDS FISHING TOURNAMENT, INC., which is contained in the foregoing Articles of Incorporation.

Susan Parker
851 NW 250th Terrace, Suite 13
Newberry, Florida 32669

DATED this 27th day of January 2009, 2008.



SUSAN PARKER
Registered Agent