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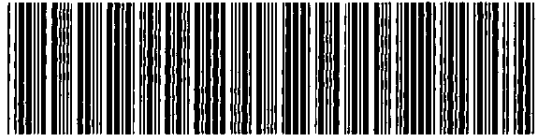
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch FEB 27 2009



**PUNTA GORDA BOATERS ALLIANCE**

PMB#104  
3941 TAMiami TRAIL, UNIT 3157  
PUNTA GORDA, FL 33950

February 20, 2009

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

RE: Punta Gorda Boaters Alliance, Inc.

To Whom It May Concern:

Enclosed are an original and one copy of the Articles of Incorporation of the above-referenced organization for your consideration and approval. Also enclosed is a check to cover the charges for the filing fee, certified copy and certificate.

It is the intention of the organization to have a not-for-profit status pursuant to Chapter 617 of the Florida Statutes, and as a "business association" under Section 501 (c) (6) of the IRS code.

Please address all correspondence to:

Paul Sandler  
3710 Spoonbill Court  
Punta Gorda, FL 33950  
Phone: 941-639-7671  
Fax: 941-639-7759  
Email: [psandler86493@comcast.net](mailto:psandler86493@comcast.net)

Thank you for your attention to this matter.

Sincerely,

Paul Sandler  
Treasurer

**Articles of Incorporation**  
**of**  
**Punta Gorda Boaters Alliance, Inc.**

We, the undersigned, with other persons all being desirous of forming a corporation for charitable and philanthropic purposes under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

**Article I. NAME**

The name of this corporation is PUNTA GORDA BOATERS ALLIANCE, INC.

**Article II. LOCATION**

The location of this corporation shall be c/o PAUL SANDLER, 3710 Spoonbill Court, Punta Gorda, Florida 33950. The mailing address shall be PUNTA GORDA BOATERS ALLIANCE, INC., PMB #104, 3941 Tamiami Trail, Unit 3157, Punta Gorda, Florida 33950.

**Article III. PURPOSES**

The general nature and purposes of this corporation shall be: to promote through various means the interests of the boating community and in the development of the waterfront of the City of Punta Gorda and its environs; to be an educational and advisory resource for the furtherance of boating as a recreational pastime; to encourage boating safety; to monitor governmental activities with respect to boating; to promote proper and environmentally sound use of the waterways; to engage in and/or promote any civic projects which foster a wider understanding and appreciation of boating, and to do whatsoever else may be permitted under Chapter 617 of the Florida Statutes.

**Article IV. BOARD OF DIRECTORS**

**Section 1.** The business affairs of this corporation shall be managed by the Board of Directors who shall also serve as its officers. This corporation shall have five (5) directors and officers initially. The officers of the corporation shall be a President, a Vice President, a Secretary, a Treasurer, and a Director. The number of Directors and/or officers may be changed from time to time according to the by-laws, but shall never be less than three.

**Section 2.** The Board of Directors/Officers shall be members of the corporation.

**Section 3.** Members of the Board of Directors/Officers shall be elected and hold office in accordance with this corporation's by-laws.

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Section 4. The names and addresses of the persons who are to serve as subscribers to these Articles and as directors and officers for the ensuing year, or until the first annual meeting of the corporation, are:

President and Director:	Len Harris 3979 San Pietro Court Punta Gorda, FL 33950
Vice President and Director	Gary Kline 131 Hibiscus Drive Punta Gorda, FL 33950
Secretary and Director	Jay Buckley 1216 Sea Breeze Court Punta Gorda, FL 33950
Treasurer and Director	Paul L. Sandler 3710 Spoonbill Court Punta Gorda, FL 33950
Director	George Guttschalk 606 Candia Court Punta Gorda, FL 33950

#### **Article V. QUALIFICATION OF MEMBERS**

The membership of this corporation shall constitute all persons hereinbefore named as subscribers and such other persons as, from time to time hereafter, may become members, in the manner provided in the By-laws. Notwithstanding the foregoing, discrimination based on gender, race, religion or age shall be prohibited.

#### **Article VI. TERM OF EXISTENCE**

This corporation is to exist perpetually or until dissolved by mutual consent of the membership.

#### **Article VII. BY-LAWS**

Section 1. The Board of Directors of this corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes as it may deem necessary from time to time.

Section 2. Upon proper notice the by-laws may be amended, altered or rescinded by a majority vote of those members of the corporation present at any regular meeting or any special meeting called for that purpose, provided that a quorum is present.

#### **Article VIII. AMENDMENTS**

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a majority vote, provided that a quorum is present.

Section 2. Amendments may also be made at a regular meeting of the membership, provided that a quorum is present, upon notice given, as provided in the by-laws, of intention to submit such amendments.

#### **Article IX. NON-PROFIT STATUS**

Section 1. No part of the net earnings of the corporation shall inure to the benefit of any individual or member.

Section 2. The corporation shall be organized in accordance with the provisions of Section 501 (c) (6) of the Federal Internal Revenue Code.

Section 3. The corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501 (c) (6) of the Internal Revenue Code, or corresponding section of any future Federal tax code.

#### **Article X. DISTRIBUTION OF ASSETS UPON DISSOLUTION**

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation, and, upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses associated with such dissolution shall be distributed to organizations that have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the Federal government, or to a State or local government, for a public purpose, and none of the assets will be distributed to any member, officer, director or trustee of this corporation.

#### **Article XI. POWERS**

On order to promote the purposes of this corporation, it may acquire property by grant, gift, purchase, devise or bequest, and hold and dispose of such property as the corporation shall require for the benefit of its members and not for pecuniary profit.

**Article XII. MEETINGS**

Section 1. The annual meeting for the election of members of the Board and officers of the corporation shall be held in December of each year.

Section 2. The corporation may provide in its by-laws for the holding of additional regular meetings, and shall provide notice of all such meetings.

Section 3. Twenty Per Cent (20%) of the members shall constitute a quorum for the holding of any meetings.

**Article XIII. INITIAL REGISTERED AGENT**

The name and address of the Initial Registered Agent of the corporation is:

**Jay Buckley  
1241 Royal Tern Drive  
Punta Gorda, FL 33950**

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

  
Jay Buckley

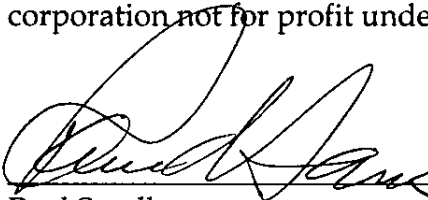
2/20/09  
Date

**Article XIV. INCORPORATOR**

The name and address of the Incorporator is:

**Paul Sandler  
3710 Spoonbill Court  
Punta Gorda, FL 33950**

IN WITNESS WHEREOF, I, the undersigned incorporator, have hereunto set my hand and seal, on this, the 19<sup>th</sup> day of February, 2009 for the purpose of forming this corporation not for profit under the laws of the State of Florida.

  
Paul Sandler