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SECRETARY OF STATE

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### Locklin, Jones & Saba, P.A.

Jack Locklin, Jr. **Board Certified** Real Estate Attorney

ATTORNEYS AT LAW

6460 Justice Avenue Milton, Florida 32570 Telephone (850) 623-2500 Telefax (850) 983-8503

Angela J. Jones

Daniel P. Saba

4557 Chumuckla Highway Pace, Florida 32571 Telephone (850) 995-1102 Telefax (850) 995-1103

Oscar J. Locklin Also admitted to the Alabama Bar

February 13, 2009

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

> RE: Chumuckla Athletic Association, Inc.

Dear Sir or Madam:

I am enclosing for filing the original Articles of Incorporation. Also enclosed is my check in the amount of \$70.00 in payment of your filing fee.

Thank you for your assistance.

Sincerely,

Daniel P. Saba

Enclosures DPS/af

#### **ARTICLES OF INCORPORATION**

<u>OF</u>

#### CHUMUCKLA ATHLETIC ASSOCIATION, INC.

A Not-for-Profit Corporation

#### **ARTICLE I - NAME**

The name of this corporation is CHUMUCKLA ATHLETIC ASSOCIATION, INC.

#### **ARTICLE II - DURATION**

This corporation shall exist perpetually.

#### **ARTICLE III - PURPOSE**

(1) CHUMUCKLA ATHLETIC ASSOCIATION, is organized to facilitate and encourage participation in sporting and athletic activities for the benefit and development of Chumuckla, Florida and the surrounding areas and all other lawful business.

Anything in these articles of incorporation to the contrary notwithstanding, the purpose or purposes for which this corporation is organized are limited to those that will qualify it as an example organization under Internal Revenue Code Section 501(c)(3), including, for those purposes, the making of distributions to organizations that qualify as tax-exempt organizations under the Internal Revenue Code.

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation. This corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation. On liquidation or dissolution all properties and assets of this corporation remaining after paying or providing for all

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debts and obligations shall be distributed and paid over to a fund, foundation or corporation organized and operated for charitable or religious purposes designated by the board of directors which shall at the time qualifies as a tax-exempt organization under Internal Revenue Code Section 501(c)(3), or as that statute may be amended.

#### **ARTICLE IV - DIRECTORS**

There shall be five (5) members of the initial Board of Directors of the corporation. The method of electing Directors shall be as stated in the Bylaws of the corporation. There shall be no less than three (3) members of the Board of Directors. The names and addresses of the persons who are to serve as the initial Directors are as follows:

 - NAME	ADDRESS
Wes Rutherford	6310 Rich Way Pace, FL 32571
Kenneth Pitts	8595 Chumuckla Highway Pace, FL 32571
Ben Ellison	4032 Dallas Elliott Rd. Jay, FL 32565
Jackie White	4108 Charles Circle Pace, FL 32571
Sandy Smith	2190 Howell Pitt Rd. Jay, FL 32565

#### ARTICLE V - MEMBERSHIP

Membership in the corporation shall be governed by the Bylaws, and the corporation is formed on a non-stock basis.

#### ARTICLE VI - REGISTERED OFFICE

#### AND REGISTERED AGENT

The initial principal office, and mailing address of the corporation shall be located at 2355 Highway 182, Jay, Florida 32565. The initial registered agent of the corporation at that address shall be Daniel P. Saba, Esquire, 4557 Chumuckla Highway, Pace, FL 32571.

#### **ARTICLE VII - INCORPORATORS**

The name and address of the subscriber and incorporator to these Articles of Incorporation are:

NAME ADDRESS

Robert Foster 1800 Howell Pitt Rd.
Jay, FL 32565

#### **ARTICLE VIII - OFFICERS**

Section 1. The officers and agents of the corporation shall be a President, Vice-President, Secretary and Treasurer and any such other officers or agents as may be provided by the Bylaws or appointed and authorized by the Directors.

Section 2. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

#### **ARTICLE IX - BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be by majority vote of the Board of Directors or by majority vote of the Members.

#### **ARTICLE X - AMENDMENT**

These Articles of Incorporation may be amended by an affirmative vote of 2/3 of the members of the corporation present at a meeting duly called for that purpose. Notice for a meeting called for the purpose of amending these Articles of Incorporation shall be satisfied if the date, time and place of the meeting is announced at a regular meeting of the corporation at least seven (7) days in advance of the meeting.

IN WITNESS WHEREOF, I have subscribed my name this the 10th day of February, 2009.

Robert Foster

STATE OF FLORIDA

COUNTY OF SANTA ROSA

Before me, the undersigned Notary Public in and for the State of Florida at large, personally appeared Robert Foster before me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation of CHUMUCKLA ATHLETIC ASSOCIATION, INC., and being duly sworn acknowledged that he executed the same for the uses and purposes therein expressed.

Given under my hand and official seal this the 10 th day of February, 2009.



Notary Public
My commission expires:

# CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.09l, Florida Statutes, the following is submitted:

CHUMUCKLA ATHLETIC ASSOCIATION, INC., desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 2355 Highway 182, Jay, Santa Rosa County, Florida 32565, has named **Daniel P. Saba**, 4557 Chumuckla Highway, Pace, Florida 32571, as agent to accept service of process within the state.

Dated this the 26 day of February, 2009.

CHUMUCKLA ATHLETIC ASSOCIATION, INC.

Daniel P. Saba

#### **ACCEPTANCE**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the act relative to keeping open an office.

Daniel P. Saba

2009 HAR -2 PH 1: 04 SECRETARY OF STATE