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TALLAHASSEE, FLORIDA

B. McKnight APR 23 2009

## COVER LETTER

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

**SUBJECT:** Pine Meadow Equine Trust Stables, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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 &  
Certificate of  
Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** James Larry Nichols, Esquire

Name (Printed or typed)

8191 College Parkway, #204

Address

Fort Myers, FL 33919

City, State & Zip

239-433-1305

Daytime Telephone number

**NOTE:** Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION  
OF  
PINEMEADOW EQUINE TRUST STABLES, INC.

A Not-for-Profit Corporation

THE UNDERSIGNED, subscriber to these Articles of Incorporation, being a natural person of lawful age, acting as incorporator of a Corporation Not-for-Profit under the Florida Not-for-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

Name

The name of the corporation shall be PINEMEADOW EQUINE TRUST STABLES, INC.

ARTICLE II

Duration

The corporation shall have perpetual duration.

ARTICLE III

Purpose

The specific and primary purpose for which this corporation is founded is to operate for the advancement of educational and/or charitable purposes as defined under Section 501 (c) 3 of the Internal Revenue Code of 1986 as amended (hereafter "the Code").

The general purpose for which this corporation is formed is to operate exclusively for such educational or other charitable purposes as will qualify this corporation as an exempt organization under 501 (c) 3 by distribution of its funds to organizations that are qualified as tax exempt under the Code.

ARTICLE IV

Organization

The Corporation is organized upon a non-stock basis. The authorized number and qualifications of the members of the Corporation, the manner of their admission, the different classes of membership, if any, the property, voting and other rights, privileges and obligations of members, if any, shall be as regulated in the Bylaws.

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ARTICLE V  
Principal Office

The principal place of business of this Corporation and its mailing address shall be 18251 Three B Farm Road, Estero, FL 33928.

ARTICLE VI  
Registered Agent & Address

The name and mailing address of the initial registered agent is as follows:

James Larry Nichols  
8191 College Parkway, Suite 204  
Fort Myers, Florida 33919

and, the street address of the Corporation's initial registered office is

8191 College Parkway, Suite 204  
Fort Myers, Florida 33919

ARTICLE VII  
Board of Directors

The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of directors of the Corporation initially shall be three. In no event shall the Board have less than three (3) Directors. The number of Directors may be changed by a Bylaw duly adopted pursuant to the Bylaws of this Corporation. The initial Directors for the first year of corporate existence, and their residential addresses are as follows:

NAME	TITLE	ADDRESS
Richard A. Semon	President/Director	18251 Three B Farm Road Estero, FL 33928
Julia M. Semon	Secretary/Treasurer/Director	18251 Three B Farm Road Estero, FL 33928
Kathleen A. Leighton	Vice President/Director	18251 Three B Farm Road Estero, FL 33928

ARTICLE VIII  
Incorporators

The names and addresses of the incorporators are:

NAME	ADDRESS
Richard A. Semon	18251 Three B Farm Road Estero, FL 33928
Julia M. Semon	18251 Three B Farm Road Estero, FL 33928

ARTICLE IX  
Officers

The Board of Directors shall elect the following officers, to wit: President, Vice President, Secretary and Treasurer, although one individual may hold the position as Secretary and Treasurer. The Board of Directors may elect such other officers as authorized by the Board of Directors from time to time.

ARTICLE X  
Corporate Action

Subject to the limitations contained in the Bylaws and any limitations set forth in the Not-for-Profit Corporation Act of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation, the Bylaws of the Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a Resolution of the Board of Directors or by following the procedure set forth therefore in the Bylaws.

ARTICLE XI  
Prohibitions

The property of this Corporation is dedicated to charitable purposes and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual. The Corporation shall be authorized and empowered to pay reasonable compensation for services rendered so long as said Corporation does not violate Section 4941 of the Code relating to "self dealing," or any other applicable provision of the Code which would disqualify said Corporation as a tax exempt entity.

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 Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

The Corporation shall not engage in any act or self dealing as defined in Section 4941 (d) of the Code or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code, or corresponding provisions of any subsequent Federal Tax laws, rulings or regulations.

The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activity not permitted to be carried on (a) by a Corporation exempt from Federal Income Tax under Section 501(c)3 of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations, or (b) by a Corporation, contributions to which are deductible under Section 170(c)2 of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

## ARTICLE XII

### No Influence of Elections or Legislation

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 any candidate for public office.

## ARTICLE XIII

### Dissolution

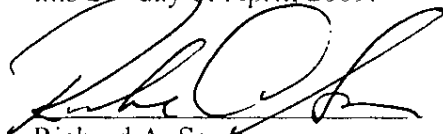
Upon dissolution of the Corporation, the assets shall be distributed for one or more exempt purposes within the meaning of 501(c)3 of the Code, or corresponding Section of any future Federal Tax Code, or shall be distributed to the federal state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the Corporation is then located, exclusively for such purposes.

## ARTICLE XIV

### Amendment

Amendments to these Articles of Incorporation may be proposed by a Resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds (2/3rds) of a quorum of members of the Corporation.


We, the undersigned, being the Incorporators of this Corporation, for the purpose of forming this Not-for-Profit Charitable Corporation under the laws of Florida, have executed these Articles as of this 21<sup>st</sup> day of April, 2009.

  
Richard A. Semon

  
Julia M. Semon

STATE OF FLORIDA - COUNTY OF LEE

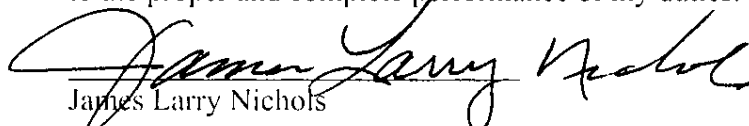
Execution of the foregoing instrument was acknowledged before me this 21<sup>st</sup> day of April, 2009, by Richard A. Semon and Julia M. Semon who produced FL DRIVER'S LICENSE as identification.

  
Notary Public - State of Florida  
My commission expires:



RESIDENT AGENT ACCEPTANCE

I, James Larry Nichols, located at 8191 College Parkway, #204, Fort Myers, FL 33919, having been named to accept service of process for PINEMEADOW EQUINE TRUST STABLES, INC., hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

  
James Larry Nichols

Dated: April 21, 2009

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ALACHUA COUNTY, FLORIDA