

N09000004038

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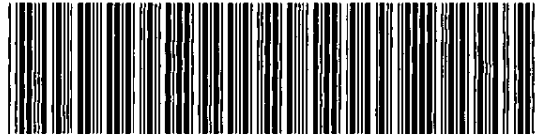
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W09-17205



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
2009 APR 23 AM 9:09

gr 4/24/09

COVER LETTER

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SECRETARY OF STATE
DIVISION OF CORPORATION

2009 APR 23 AM 9:09

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

SUBJECT: Riverwood Golf Members Association, 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: David G Andrews

Name (Printed or typed)

13986 Royal Pointe Drive

Address

Port Charlotte, FL 33953

City, State & Zip

941-627-0564

Daytime Telephone number

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



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DIVISION OF CORPORATIONS

2009 APR 23 AM 9:09

FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 13, 2009

DAVID G ANDREWS
13986 ROYAL POINTE DRIVE
PORT CHARLOTTE, FL 33953

SUBJECT: RIVERWOOD GOLF MEMBERS ASSOCIATION, INC.
Ref. Number: W09000017205

We have received your document for RIVERWOOD GOLF MEMBERS ASSOCIATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address. ✓

The registered agent and street address must be consistent wherever it appears in your document. ✓

Bylaws are not filed with this office. Please retain them for your records. ✓

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 509A00012321

RECEIVED
DEPARTMENT OF STATE
09 APR 23 AM 11:45

ARTICLES OF INCORPORATION
OF
RIVERWOOD GOLF MEMBERS ASSOCIATION, INC.
In Compliance with Chapter 617, F.S., (Not for Profit)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2009 APR 23 AM 9:09

I, the undersigned incorporator, hereby form and establish a corporation NOT FOR PROFIT under the laws of the State of Florida.

ARTICLE FIRST

The name of this corporation is RIVERWOOD GOLF MEMBERS ASSOCIATION, INC. with its principal location and mailing address at 13986 Royal Pointe Drive., Port Charlotte, FL 33953.

ARTICLE SECOND

The location of its registered office in this state is 13986 Royal Pointe Drive, Port Charlotte, Florida 33953.

ARTICLE THIRD

This corporation is organized NOT FOR PROFIT and the objects and purposes to be transacted and carried on are:

1. To provide and conduct social activities for members. Research and educate members in matters relevant to golf and the interests of the members, and to represent the interests of our members to outside parties, owners and/or managers of the Riverwood Golf Club.

2. To further such objects and purposes, the corporation shall have and may exercise all the powers conferred by the laws of the State of Florida upon corporations formed under the laws pursuant to and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended. Specifically, this corporation shall have power to acquire, purchase, hold, lease, convey, mortgage and pledge such real and personal property in Florida, other states of the United States and elsewhere, as shall be necessary or convenient to the transaction of its business and the realization of its objects and purposes.

PROVIDED, HOWEVER, that in all events and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution, or winding up of this corporation, voluntary or involuntary or by operation of law, the following provisions shall apply:

a) This corporation shall not have or exercise any power or authority either expressly, by interpretation, or by operation of law, nor shall it directly or indirectly engage in any activity that would prevent this corporation from qualifying (and continuing to qualify) as an organization described in Section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

b) This corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.

c) No compensation or payment shall ever be paid or made to any member, officer, director, trustee, creator, or organizer of this corporation, or substantial contributor to it, except as an allowance for actual expenditures or services actually made or rendered to or for this corporation; and neither the whole nor any portion of the assets or net earnings, current or accumulated of this corporation shall ever be distributed to or divided among any such persons; provided, further, that neither the whole nor any part or portion of such assets or net earnings shall ever be used for, accrue to, or insure to the benefit of any member or private individual within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

3. Upon the dissolution of this corporation, the governing board shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation to a qualifying organization located in the County of Charlotte, Florida, which is an exempt organization pursuant to Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States law or statute).

ARTICLE FOURTH

The Directors shall be elected by the membership in accordance with the Bylaws.

ARTICLE FIFTH

The names and residences of the persons who are to serve as directors until their successors are elected and qualified are as follows:

Rita F. Anderson	2659 Myakka Marsh Lane Port Charlotte, Florida 33953
David G. Andrews	13986 Royal Pointe Drive Port Charlotte, Florida 33953
Debbie Ludewig	3519 Pennyroyal Road Port Charlotte, Florida 33953
Jibby Marshall	3482 Pennyroyal Road Port Charlotte, Florida 33953
Nancy Reester	3271 Osprey Lane Port Charlotte, Florida 33953

ARTICLE SIXTH

The initial registered agent shall be David G. Andrews, 13986 Royal Pointe Dr., Port Charlotte, Florida 33953.

ARTICLE SEVENTH

The name and address of the incorporator is David G. Andrews, 13986 Royal Pointe Drive, Port Charlotte, Florida 33953.

ARTICLE EIGHTH

The corporation will NOT have authority to issue capital stock, and the conditions of membership shall be fixed by the bylaws.

ARTICLE NINTH

The number of directors may be increased or decreased from time to time by amendment of the bylaws.

ARTICLE TENTH

The Board of Directors shall have all powers granted by Florida law and statutes.

ARTICLE ELEVENTH

The term for which this corporation is to exist is perpetual.

ARTICLE TWELVTH

No member of this corporation shall benefit financially from the dissolution thereof. In the event of the dissolution of this corporation, the assets of this corporation shall be distributed as set forth in ARTICLE THIRD hereof.

.....
Having been named as registered agent 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 of registered agent and agree to act in this capacity.

David Andrews
Signature of Registered Agent

4-20-09
Date

David Andrews
Signature of Incorporator

4-20-09
Date

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DIVISION OF CORPORATIONS
2009 APR 23 AM 9:09