

Jun. 1. 2009 10:58AM

No. 147 P. 1 of 1

**NO9000005382**

Florida Department of State  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Panther Athletic Booster Club, Inc.**

*EP 6/8/09*

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Jun. 1. 2009 10:59AM

5/28/2009 10:39:57 AM PAGE 1/001 FAX No. 6147r P. 2/7.0



May 28, 2009

FLORIDA DEPARTMENT OF STATE

HAILE, SHAW & PFAFFENBERGER, P.A.,  
Division of Corporations

SUBJECT: PANTHER ATHLETIC BOOSTER CLUB, INC.  
REF: W09000025010

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

If you have any further questions concerning your document, please call (850) 245-6931.

Becky McKnight  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H09000129991  
Letter Number: 109A00017963

FAN: H09-129991

**STATE OF FLORIDA  
NON-PROFIT CORPORATION  
ARTICLES OF INCORPORATION  
OF  
PANTHER ATHLETIC BOOSTER CLUB, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned acting as the incorporator of a corporation under Chapter 617, Florida Statutes, as amended, adopt the following Articles of Incorporation for such corporation:

**FIRST:** The name of the corporation is PANTHER ATHLETIC BOOSTER CLUB, INC. The principal office shall initially be c/o Haile, Shaw & Pfaffenberger, P.A., 660 U.S. #1, 3<sup>rd</sup> Floor, North Palm Beach, FL 33408 and mailing address of the corporation shall initially be located at William T. Dwyer High School, P. O. Box 30941, Palm Beach, FL 33410.

**SECOND:** The period of its duration is perpetual.

**THIRD:** The corporation is organized and shall be operated exclusively for charitable, educational and/or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Such purposes shall include but shall not be limited to: to promote, increase and enhance positive sportsmanship and fitness for teens who attend William T. Dwyer High School, in Palm Beach Gardens, Florida.

**FOURTH:** Provisions for the regulation of the internal affairs of the corporation, including provisions for the distribution of assets on dissolution or final liquidation, are:

(a) The corporation shall be a non-profit corporation and shall have no authority to issue capital stock.

(b) The corporation shall have members, which membership shall consist of one member for each athletic team which has an active athletic team at William T. Dwyer High School. Members shall be selected on an annual basis as provided in the Bylaws. The terms of membership shall be as set forth in the Bylaws.

(c) The affairs and business of the corporation shall be managed by a Board of Directors having at least three (3) Directors. Each member of the Board of Directors shall have one vote. The directors and officers of the corporation, terms of office, method of selection, respective duties, and all things pertaining thereto, are defined and established by the by-laws of the corporation. The names and addresses of the initial Board of Directors shall be:

Orlando Puyol  
616 Lighthouse Drive  
North Palm Beach, FL 33408

FAN: H09-129991

Kaye Ann Hosak  
509 Inlet Road  
North Palm Beach, FL 33408

Dotty Olsen-DeHon  
8674 Green Cay  
West Palm Beach, FL 33411

Brandon Radcliff  
6065 Wolfe Street  
Jupiter, FL 33458

Francesca Flit  
143 Victorian Lane  
Jupiter, FL 33458

Nina Gfesser  
65 Princewood Lane  
Palm Beach Gardens, FL 33410

Sallyann Mohler  
4910 Pacifico Court  
Palm Beach Gardens, FL 33418

Lisa McDulin  
5060 Misty Morn Road  
Palm Beach Gardens, FL 33418

Ray Finch  
102 Woodsmuir Court  
Palm Beach Gardens, FL 33418

(d) Without in any way limiting the foregoing, the corporation shall have those powers granted by Chapter 617 of the Florida Statutes.

(e) No part of the assets of the corporation and no part of any net earnings of the corporation shall be divided among or inure to the benefit of any member, officer or director of the corporation or any private individual or be appropriated for any purposes other than the purposes of the corporation as herein set forth; and no substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation except to the extent that the corporation makes expenditures for purposes of influencing legislation in conformity with the requirements of Section 501(h) of the Internal Revenue Code; and the corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to

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STATE  
TALLAHASSEE, FLORIDA

any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation or the by-laws of the corporation, the corporation shall not carry on any activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

(g) In the event that the corporation is a private foundation as that term is defined in Section 509 of the Internal Revenue Code, then notwithstanding any other provisions of the Articles of Incorporation or the by-laws of the corporation, the following provisions shall apply:

The corporation shall not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code; nor retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; nor make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue Code; nor make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

(i) All references herein: (i) to the Internal Revenue Code shall be deemed to refer to the Internal Revenue Code of 1986, as now in force or hereafter amended; and (ii) to particular sections of the Internal Revenue Code shall be deemed to refer to similar or successor provisions hereafter adopted.

FIFTH: The street address of the initial registered office of the corporation is 660 U.S. Highway One - Third Floor, North Palm Beach, Florida 33408, and the name of its initial registered agent at such address is Haile, Shaw & Pfaffenberger, PA.

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Jun. 1. 2009 11:00AM

No. 6147 P. 6/7

FAN: H09-129991

SIXTH: The name and addresses of the incorporator to these Articles of Incorporation is:

Oren S. Tasini, Esq.  
Haile, Shaw & Pfaffenberger, PA  
660 U.S. Highway One - Third Floor  
North Palm Beach, FL 33408

IN WITNESS WHEREOF, the undersigned have hereunto set their hand and seal on this  
27th day of May, 2009.

  
OREN S. TASINI

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Jun. 1. 2009 11:00AM

No. 6147 P. 7/7

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

The following is submitted in accordance with the requirements of Chapter 48.091,  
Florida Statutes:

PANTHER ATHLETIC BOOSTER CLUB, INC. desiring to organize under the laws of  
the State of Florida with its registered office, as indicated in the Articles of Incorporation, in the  
City of North Palm Beach, County of Palm Beach, State of Florida, has named Haile, Shaw &  
Pfaffenberger, PA, located at 660 US Highway One, Third Floor, North Palm Beach, Florida  
33408, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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 Chapter 48.091, F.S. relative to keeping open said office.

Accepted this 27<sup>th</sup> day of May, 2009.

HAILE, SHAW & PFAFFENBERGER, P.A.

By:

Oren S. Tasini

Oren S. Tasini,  
Its authorized agent

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