

N09000006961

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800157268238

06/25/09--01025--006 **78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 JUL 16 P 1:43

FILED

JUL 17 2009
D.A. WHITE

TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P O BOX 6327
TALLAHASSEE, FL 32314

SUBJECT: FLAGLER AREA CYCLING ENTHUSIASTS, INC.
SUFFIX)

(PROPOSED CORPORATE NAME-MUST INCLUDE

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF INCORPORATION AND A CHECK FOR:

\$70.00

☐

FILING FEES

\$78.75

☒

FILING FEES
& CERTIFICATE

ADDITIONAL COPY REQUIRED

\$122.50

☐

FILING FEES
& CERTIFIED COPY

\$131.25

☐

FILING FEES
& CERTIFIED
COPY &
CERTIFICATE

FROM: ERIC EPLEY
NAME (PRINTED OR TYPED)

27 EDITH POPE DRIVE
ADDRESS

PALM COAST, FL 32164
CITY, STATE & ZIP

(386) 739-0418
DAYTIME TELEPHONE NUMBER

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF THE ARTICLES.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 26, 2009

ERIC EPLEY
27 EDITH POPE DRIVE
PALM COAST, FL 32164

SUBJECT: FLAGLER AREA CYCLING ENTHUSIASTS, INC.
Ref. Number: W09000029873

We have received your document for FLAGLER AREA CYCLING ENTHUSIASTS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 245-6933.

Dale White
Regulatory Specialist II
New Filing Section

Letter Number: 109A00022048

**ARTICLES OF INCORPORATION OF
FLAGLER AREA CYCLING ENTHUSIASTS, INC.
(Nonprofit Corporation)**

THE UNDERSIGNED INCORPORATOR(S), FOR THE PURPOSE OF FORMING A NONPROFIT CORPORATION UNDER THE PROVISIONS OF CHAPTER 617 OF THE FLORIDA STATUTES, HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I – NAME

THE NAME OF THE CORPORATION SHALL BE:
FLAGLER AREA CYCLING ENTHUSIASTS, INC.

ARTICLE II – PRINCIPAL OFFICE

The initial principal office and mailing address of this Corporation shall be:

27 EDITH POPE DRIVE
PALM COAST, FL 32164

ARTICLE III – PURPOSE

THE PURPOSE OF THIS ORGANIZATION SHALL BE TO PROMOTE CYCLING, RECREATION, PLEASURE AND OTHER NONPROFITABLE ACTIVITIES THROUGHOUT THE FLAGLER COUNTY AREA. THE ORGANIZATION WILL ALSO HEIGHTEN CYCLING SAFETY AWARENESS; ENSURE THE FUTURE USE OF AREA EXISTING BIKE PATHS, BIKE LANES AND TRAILS; ORGANIZE GROUP RIDES; PROTECT THE HABITAT CONTAINED WITHIN THE BIKE TRAIL SURROUNDINGS; WORK WITH AREA GOVERNMENT TO CREATE AND DEVELOP NEW BIKE PATHS, BIKE LANES AND TRAILS; AND RAISE FUNDS NECESSARY TO MEET THE COSTS OF SUCH NOT-FOR-PROFIT PURPOSES.

THIS CORPORATION IS ORGANIZED EXCLUSIVELY FOR THE NOT-FOR-PROFIT PURPOSES STATED ABOVE AND NO PART OF THE INCOME, EARNINGS OR ASSETS SHALL INURE TO THE BENEFIT OF ANY MEMBER, OFFICER OR PRIVATE INDIVIDUAL AND NO SUBSTANTIAL PART OF THE ACTIVITIES WILL BE FOR THE CARRYING ON OF PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION OR PARTICIPATE IN OR INTERVENE IN THE POLITICAL CAMPAIGN ON BEHALF OF ANY CANDIDATE FOR PUBLIC OFFICE.

FILED
2001 JUL 16 P 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN THE EVENT OF A DISSOLUTION OF THE CORPORATION, THE NET ASSETS SHALL BE DISTRIBUTED TO NORTH FLORIDA BICYCLE CLUB, INC., ANOTHER NONPROFIT CORPORATION.

ARTICLE IV – BOARD OF DIRECTORS AND MANNER OF ELECTION

THE BUSINESS AND AFFAIRS OF THE CORPORATION SHALL BE MANAGED BY ITS BOARD OF DIRECTORS. THIS NONPROFIT CORPORATION SHALL CONDUCT AN ORGANIZATIONAL MEETING AT WHICH THE INITIAL BOARD OF DIRECTORS ARE ELECTED OR APPOINTED BY THE INCORPORATOR(S) AND THEREAFTER SAID BOARD OF DIRECTORS SHALL BE ELECTED AT AN ANNUAL MEETING OF THE MEMBERS OF THIS CORPORATION. THE BYLAWS OF THE CORPORATION SHALL PROVIDE THE METHOD OF ELECTION OF DIRECTORS AND THE MANNER IN WHICH VACANCIES SHALL BE FILLED. THE NUMBER AND TERMS OF DIRECTORS SHALL BE PRESCRIBED BY THE BYLAWS FROM TIME TO TIME BUT IN NO EVENT SHALL THERE BE LESS THAN THREE DIRECTORS.

ARTICLE V – INITIAL DIRECTORS AND OFFICERS

THE NAMES AND ADRESSES OF THE INITIAL DIRECTORS AND OFFICERS OF THE CORPORATION ARE:

DIRECTOR AND PRESIDENT:	ERIC EPLEY 27 EDITH POPE DR. PALM COAST, FL 32164
DIRECTOR AND VICE PRESIDENT:	ANTHONY LIBRETTI 27 EASTMOOR LANE PALM COAST, FL 32164
DIRECTOR AND SECRETARY:	JOSH FRANKENBERRY 22 EVANSMILL LANE PALM COAST, FL 32164
DIRECTOR AND TREASURER:	ZACHARY CHRISTIAN 70 RYBERRY DRIVE PALM COAST, FL 32164
DIRECTOR AND ADMINISTRATOR:	KEITH G. MEYERS 36 WHITCOCK LANE PALM COAST, FL 32164

ARTICLE VI – BYLAWS

THE BOARD OF DIRECTORS OF THIS CORPORATION MAY PROVIDE SUCH BYLAWS FOR THE CONDUCT OF THE BUSINESS OF THE CORPORATION AS MAY BE DEEMED NECESSARY.

UPON PROPER NOTICE, THE BYLAWS MAY BE AMENDED BY A TWO-THIRDS VOTE OF THOSE MEMBERS PRESENT AND VOTING AT ANY REGULAR MEETING OF THE CORPORATION, PROVIDED THE NOTICE OF THE PROPOSED AMENDMENTS SHALL HAVE BEEN GIVEN AT THE PREVIOUS REGULAR MEETING OR IN WRITING TO EVERY MEMBER AT LEAST TWO WEEKS IN ADVANCE OF THE MEETING.

ARTICLE VII – INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

ANTHONY LIBRETTI
2550 NORTH US 1, UNIT 3
Bunnell, FL 32110

ARTICLE VIII—INCORPORATOR(S)

THE NAME AND ADDRESS OF THE INCORPORATOR OF THIS CORPORATION IS:

ERIC EPLEY
27 EDITH POPE DRIVE
PALM COAST, FL 32164

ARTICLE IX – INDEMNITY

The Corporation shall indemnify its Directors, Officers, and Employees as follows:

1.) Every Director, Officer, or Employee of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him/her in connection with any proceeding to which she may be made a party, or in which she may become involved, by reason of being or having been a Director, Officer, Employee, or Agent of the Corporation or is/or was serving at the request of the Corporation as Director, Officer, Employee, or Agent of the Corporation, Partnership, Joint Venture, Trust, or Enterprise, or any settlement thereof, whether or not he/she is a Director, Officer, Employee, or Agent at the time such expense are incurred, except in such cases wherein the Director, Officer, or Employee is adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Corporation.

2.) The Corporation shall provide to any person who is or was a Director, Officer, Employee, or Agent of the Corporation or is/or was serving at the request of the Corporation as a Director, Officer, Employee or Agent of the Corporation, Partnership, Joint Venture, Trust, or Enterprise, the indemnity against expenses of suit, litigation, or other proceedings which is specifically permissible under the applicable law.

3.) The Board of Directors may, in its discretion, direct the purchase of liability insurance by way of implementing the provisions of this ARTICLE.

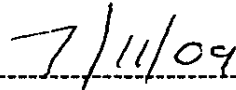
ARTICLE X --- EFFECTIVE DATE

THE EFFECTIVE DATE OF THIS CORPORATION SHALL BE JULY 13, 2009.

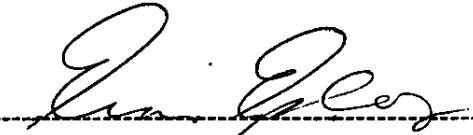
HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE
DESIGNATED IN THIS CERTIFICATE, I AM FAMILIAR WITH AND ACCEPT
THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS
CAPACITY.



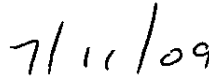
SIGNATURE/ REGISTERED AGENT



DATE



SIGNATURE/INCORPORATOR



DATE

2009 JUL 16 P 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED