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FLORIDA PROFIT/NON PROFIT CORPORATION  
The Longshore Lake Women's Club, Inc.

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Page: 2



March 1, 2010

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

\*\*\*ROETZEL & ANDRESS\*\*\*

SUBJECT: THE LONGSHORE LAKE WOMEN'S CLUB, INC.  
REF: W10000010214

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.

You must list at least one incorporator with a complete business street address.

If you have any further questions concerning your document, please call (850) 245-6062.

Eula Peterson  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H10000045003  
Letter Number: 510A00004972

P.O BOX 6327 - Tallahassee, Florida 32314

H10000045003 3

**ARTICLES OF INCORPORATION  
OF  
THE LONGSHORE LAKE WOMEN'S CLUB, INC.  
(a corporation not for profit)**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of a corporation not for profit to be formed under the Florida Not for Profit Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation (the "Corporation") is: The Longshore Lake Women's Club, Inc. The initial principal office and mailing address of the Corporation is 11399 Phoenix Way, Naples, Florida 34119.

**ARTICLE II**

The effective date of these Articles of Incorporation shall be March 1, 2010.

**ARTICLE III**

The term for which the Corporation is to exist shall be perpetual or until such time as the Corporation shall have been dissolved in accordance with the laws of the State of Florida.

**ARTICLE IV**

The name and address of the initial registered agent and registered office of the Corporation shall be Adele Watt, with an address of 4727 Turnstone Court, Naples, Florida 34119.

**ARTICLE V**

The manner in which the directors are to be elected or appointed shall be as stated in the bylaws of the Corporation.

**ARTICLE VI**

The name and address of the sole incorporator is Kathleen E Majka, Longshore Lake Women's Club, 11399 Phoenix Way, Naples, FL 34119.

**ARTICLE VII**

Said Corporation is organized exclusively for charitable, religious, literary, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations

H10000045003 3

H10000045003 3

qualifying as an exempt organization from federal income tax under Section 501(c) (3) of the Internal Revenue Code, or corresponding sections of any future federal tax code.

#### **ARTICLE VIII**

The Corporation shall have (i) all powers as are expressly or impliedly conferred upon not-for-profit corporations by the laws of the State of Florida, (ii) all powers necessary, convenient, desirable or appropriate to attain the purposes of the Corporation, and (iii) all powers incidental to the purposes and powers of the Corporation. The foregoing notwithstanding, the Corporation shall exercise only those powers that are in furtherance of the exempt purposes of organizations described in Section 501(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal tax code.

#### **ARTICLE IX**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. 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 for) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the Corporation shall not carry on any other purpose not permitted to be carried on (a) by a Corporation exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code, or corresponding sections of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code, or corresponding sections of any future federal tax code.

#### **ARTICLE X**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas (or similar court) of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE XI**

The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding section of any future federal tax code.

H10000045003 3

H10000045003 3

**ARTICLE XII**

The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**ARTICLE XIII**

The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding section of any future federal tax code.

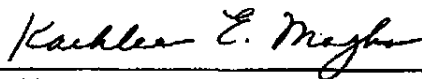
**ARTICLE XIV**

The Corporation will not make any investments in a manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding section of any future federal tax code.

**ARTICLE XV**

The Corporation will not make any taxable expenditures as defined in Section 4945 of the Internal Revenue Code, or corresponding section of any future federal tax code.

IN WITNESS WHEREOF, the undersigned, being the sole incorporator, has executed these Articles of Incorporation on this 23 day of February, 2010.



Kathleen E Majka,  
Sole Incorporator

I, Adele Watt, having been designated to act as registered agent, hereby acknowledge that I am familiar with, and accept, the obligations of this designation and agree to act in such capacity.



Adele Watt,  
Initial Registered Agent

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