

**Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet**

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H10000087621 3)))



H100000876213ABCZ

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : O'HAIRE, QUINN, CANDLER, & CASALINE CHARTER
Account Number : 073077002560
Phone : (772) 231-6900
Fax Number : (772) 231-9729

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**FLORIDA PROFIT/NON PROFIT CORPORATION
SOYC, INC.**

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 APR 16 AM 10:10

APPROVED
AND
FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 APR 16 PM 4:02

RECEIVED

APPROVED
AND
FILED

10 APR 16 AM 10:10

H10000087621 3

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SOYC, INC.

(A Not for Profit Corporation)

ARTICLE I NAME

The name of the Corporation shall be SOYC, INC. (hereinafter referred to as the "Corporation"). Its principal office shall be located at 8811 Highway A1A., Vero Beach, Indian River County, Florida 32963, or at such other place as may be designated, from time to time, by the Board of Directors.

ARTICLE II DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III PURPOSE AND POWERS

The corporation is organized exclusively for the purpose of operating a yacht club within the Sea Oaks community in Vero Beach, Florida.

ARTICLE IV PROHIBITION AGAINST DISTRIBUTION OF INCOME

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 that 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 Article II, above.

Instrument Prepared By:
Jerome D. Quinn, Esq.
3111 Cardinal Drive
Vero Beach, FL 32963
772/231-6900
Florida Bar No. 0115907

H10000087621 3

H10000087621 3

**ARTICLE V
CAPITAL STOCK**

The Corporation shall have no capital stock and shall be composed of members rather than shareholders.

**ARTICLE VI
QUALIFICATIONS OF MEMBERSHIP**

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By-Laws of the Corporation.

**ARTICLE VII
VOTING RIGHTS**

Members of the Corporation will have such voting rights as are provided in the By-Laws of the Corporation.

**ARTICLE VIII
LIABILITY FOR DEBTS**

Neither the members nor the officers or directors of the Corporation shall be liable for debts of the Corporation.

**ARTICLE IX
BOARD OF DIRECTORS**

The Corporation's initial Board of Directors shall be composed of nine (9) members. The method of election of directors, as well as the method for increasing or decreasing the number of the Board, shall

be stated in the By-Laws. The names and addresses of the initial Directors of this Corporation are:

NAME	ADDRESS
James Keegan	8811 Highway A1A Vero Beach, FL 32963
Dick Bottelli	8811 Highway A1A Vero Beach, FL 32963
Keith Miller	8811 Highway A1A Vero Beach, FL 32963
Bob Gillis	8811 Highway A1A Vero Beach, FL 32963

H10000087621 3

Dianne Catullo	8811 Highway A1A Vero Beach, FL 32963
Dick Martin	8811 Highway A1A Vero Beach, FL 32963
Barbara Sides	8811 Highway A1A Vero Beach, FL 32963
Ira Simon	8811 Highway A1A Vero Beach, FL 32963
Bill Thompson	8811 Highway A1A Vero Beach, FL 32963

ARTICLE X INCORPORATOR

The name and address of the incorporators is as follows:

NAME	ADDRESS
Jerome D. Quinn	3111 Cardinal Drive Vero Beach, FL 32963

ARTICLE XI INDEMNIFICATION

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as director or officer from and against any and all claims and liabilities to which such person shall become subject by reason of his or her having been, or hereafter being, a director or officer of the Corporation, or by reason of any action alleged to have been taken or omitted by him or her as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him or her in connection with any such claim or liability; provided, however, that no such person shall be indemnified against, or be reimbursed, for any expense incurred in connection with any claim or liability arising out of his or her gross negligence or willful misconduct or otherwise prohibited by applicable Florida law.

ARTICLE XII DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed in accordance with the provisions of Chapter 617 F.S. or as stated in the By-Laws. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then

H10000087621 3

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 XIV
INITIAL REGISTERED OFFICE AND AGENT**

The registered office for the Corporation and the registered agent for the Corporation at that address is the following: Jerome D. Quinn, 3111 Cardinal Drive, Vero Beach, Florida 32963.

IN WITNESS WHEREOF, I have hereunder set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 18th day of June, 2002.


Jerome D. Quinn, Incorporator

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACCEPT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.


Jerome D. Quinn, Registered Agent

10 APR 16 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED