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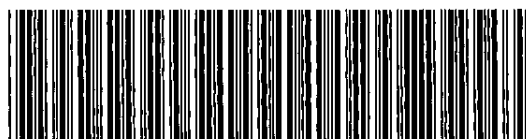
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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LAKELAND AERO CLUB, INC.

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
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- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
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**ARTICLES OF INCORPORATION
OF
LAKELAND AERO CLUB, INC.**

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The undersigned incorporator, to form a corporation not for profit under the Florida Not For Profit Corporation Act, Chapter 617, *Florida Statutes*, hereby adopts the following Articles of Incorporation.

**ARTICLE I.
NAME**

The name of the corporation is **LAKELAND AERO CLUB, INC.**

**ARTICLE II.
COMMENCEMENT OF CORPORATE EXISTENCE**

The existence of the corporation shall commence on the date the Articles of Incorporation are filed with the Division of Corporations of the Florida Department of State.

**ARTICLE III.
PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the principal office of the corporation and the mailing address of the corporation is Suite 4, 336 West Highland Drive, Lakeland, Florida 33813.

**ARTICLE IV.
PURPOSES**

The corporation is organized and shall operate for the pleasure, recreation, and other similar nonprofitable purposes of its members, and substantially all of the activities of which shall be for such purposes which are purposes permitted by Section 501(c)(7) of the Internal Revenue Code of 1986 or corresponding sections or provisions of any prior or future Internal Revenue Code. In a manner consistent with the foregoing, the purposes of this corporation shall include:

- a. The promotion of the common benefit, objectives, pleasure, recreation, and other nonprofitable activities and interests of the members of this corporation;
- b. The promotion of personal contacts, significant commingling, regular meetings, and face-to-face fellowship between and among the members of this corporation;

c. The encouragement of members to share interests and to have a common goal directed toward pleasure, recreation, and other nonprofitable purposes such that fellowship is a material part in the life of this corporation;

d. The encouragement of an interest in matters involving, pertaining to, and regarding aerodynamic, aerospace, and aviation education, history, safety, and tradition and the operation, maintenance, navigation, ownership, and preservation of the various categories and classifications of aircraft for the benefit, education, pleasure, and recreation of the members of the corporation;

e. The support and fostering of the free exchange of experience, information, and knowledge pertaining to the various categories and classifications of aircraft between and among the members of the corporation;

f. The provision for and regulation of aircraft for the benefit, education, operation, pleasure, recreation, and use of the members of the corporation;

g. The acquisition by lease or purchase of suitable aircraft and facilities for the use of the members of the corporation;

h. The encouragement and promotion of careful, disciplined, responsible, safe, and skillful operation of aircraft by the members of the corporation;

i. The encouragement and promotion of education pertaining to and regarding the use of aircraft and aviation facilities by the members of the corporation; and

j. The operation of the corporation for any one or more of the purposes of the corporation and for any one or more lawful purposes and within the scope of the purposes of the corporation.

ARTICLE V. MEMBERS

The method of selecting and admitting members, the criteria for membership, the classification of members, the designation of such class or classes of members, the qualifications, limitations, and rights of the members of each class, the quorum and voting requirements for meetings and activities of members, and the notice requirements sufficient to provide notice of meetings and activities of members shall be as set forth in the Bylaws of the corporation. Notwithstanding the foregoing, there shall be no policy or provision whatsoever in the Articles of Incorporation, the Bylaws, or any other governing instrument providing for any form of discrimination against any person based on race, color, or religion.

ARTICLE VI. BOARD OF DIRECTORS

The business and property of the corporation shall be managed by the board of directors of the corporation which shall have full and absolute control over the affairs of the corporation and shall be authorized to exercise all of the corporate powers of the corporation. The board of directors shall carry out the purposes of the corporation in compliance with the Articles of Incorporation and the Bylaws of the corporation. The method of electing the directors of the corporation shall be as stated in the Bylaws of the corporation. The number of directors of the corporation may be increased or decreased from time to time and at any time, but the corporation shall never have less than three (3) directors. No director shall be compensated for the performance of his or her duties as a director, but a director may be reimbursed for expenses reasonably and necessarily incurred in the performance of his or her duties as a director in accordance with the Bylaws of the corporation. The board of directors of the corporation shall, by two-thirds (2/3rds) vote, have the right to remove, with or without cause, any director and to replace any director so removed.

ARTICLE VII. OFFICERS

The officers of the corporation shall consist of a president, a vice president, a secretary, and a treasurer, and such other officers as the board of directors, from time to time and at any time, shall deem necessary. Any two (2) or more offices may be held by the same person. All officers shall be members of the board of directors of the corporation. All officers shall be elected by the board of directors of the corporation annually at the annual meeting of the board of directors of the corporation. Officers (including an officer who is also a member of the board of directors of the corporation) may be compensated for the performance of his or her duties as an officer as determined by the board of directors of the corporation. Officers may be reimbursed for expenses reasonably and necessarily incurred in the performance of their duties as officers as determined by the board of directors of the corporation. The board of directors of the corporation shall, by majority vote, have the right to remove, with or without cause, any officer and to replace any officer so removed.

ARTICLE VIII. LIMITATIONS AND PROHIBITED ACTIVITIES

The corporation shall be bound by the following:

- a. No part of the net earnings of the corporation shall inure to the benefit of any member, director, or officer of the corporation, nor to the benefit of any private individual or entity;
- b. The corporation shall have no power to engage in any act or activity prohibited to corporations which are exempt from federal income taxation under Section 501(c)(7) of the

Internal Revenue Code of 1986 or corresponding Section of any prior or future Internal Revenue Code; and

c. In the event of the dissolution of the corporation, the residual assets of the corporation may be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) or Section 501(c)(7) of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future Internal Revenue Code, or to the federal or to a state or local government for public purposes exclusively, or to the members of the corporation.

ARTICLE IX. INDEMNITY OF DIRECTORS AND OFFICERS

The corporation shall indemnify any director or any officer for any acts or alleged acts committed or allegedly committed by such director or officer while serving in his or her capacity as a director or as an officer of the corporation to the extent permitted by Florida and federal law.

ARTICLE X. BYLAWS

The Bylaws of the corporation shall be adopted, altered, amended, repealed, or revised only by a two-thirds (2/3rds) vote of those directors present at a meeting of the board of directors of the corporation at which a quorum is present.

ARTICLE XI. INITIAL REGISTERED AGENT

The name and street address of the initial registered agent of this corporation is John F. Wendel, Suite 4, 336 West Highland Drive, Lakeland, Florida 33813.

ARTICLE XII. INCORPORATOR

The name and address of the sole incorporator of this corporation is John F. Wendel, Suite 4, 336 West Highland Drive, Lakeland, Florida 33813.

ARTICLE XIII. AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended or restated only by a two-thirds (2/3rds) vote of those directors present at a meeting of the board of directors of the corporation at which a quorum is present.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation on this first day of December, 2010.


John F. Wendel, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, John F. Wendel, having been named to serve as registered agent for **LAKELAND AERO CLUB, INC.**, do hereby accept such office and agree to conduct myself therein according to law. I am familiar with, and accept, the obligations of such office.

DATED this first day of December, 2010.


John F. Wendel, Registered Agent

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