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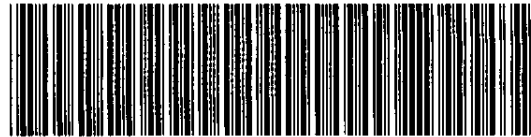
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers DEC 16 2010

LAW OFFICES OF MARC S. TEPLITZ, P.A.

73 SW Flagler Avenue

Stuart, Florida 34994

Phone (772) 283-8191 Fax (772) 283-4396

E mail: mteplitzlaw@bellsouth.net

December 14, 2010

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Tri-County Titans, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

 X \$70.00 Filing Fee
 \$78.75 Filing Fee and Certificate of Status
 \$78.75 Filing Fee, and Certified Copy
 \$87.50 Filing Fee, Certificate of Status & Certified Copy

Sincerely yours,

Marc S. Teplitz

mst/bm

cc: client, with enclosure

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
TRI-COUNTY TITANS, INC.**

ARTICLE I. NAME

The name of this Corporation is Tri-County Titans, Inc., and it shall have perpetual duration.

ARTICLE II. ADDRESS

The street and mailing address of the principal office of the Corporation is 73 SW Flagler Ave., Stuart Florida, 34994.

ARTICLE III. PURPOSE

This Corporation is not for profit corporation. The general purposes for which this Corporation is formed are: (i) to stimulate and foster interest in the sport of competitive amateur youth basketball; (ii) to publicize the many benefits and advantages of basketball as a means of health and physical development for the youth of Martin, St. Lucie and Palm Beach Counties, Florida; (iii) to promote an interest in and provide access to competitive youth basketball as a positive, healthy activity, (iv) to develop good citizenship and respect for established community values; (v) to encourage interest in competitive youth basketball by holding and participating in basketball tournaments, instilling in its participants respect for rule, amateur athletics, and the best traditions of the sport; and (vi) to promote academic excellence, responsibility for one's action, communication, discipline, life skills and to prepare Martin, St. Lucie and Palm Beach Counties youth for adulthood.

Further, this Corporation is organized exclusively to foster national or international amateur sports competition, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV. DIRECTORS

The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted and managed by a board of directors. The number of directors of the corporation shall never be fewer than three and the actual number and their election shall be as provided in the bylaws. The vote of a majority of the directors shall be sufficient for approval of any action. The directors shall be protected from personal liability to the fullest extent permitted by law.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state the action was taken by unanimous written consent of the board of directors without a meeting and the articles of incorporation and bylaws of this Corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

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CLERK OF THE CIRCUIT COURT

The names and addresses of the persons to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
R. Scott Spugnardi	73 SW Flagler Ave., Stuart, FL 34994
Billy R. Baker	73 SW Flagler Ave., Stuart, FL 34994
Rance Newland	73 SW Flagler Ave., Stuart, FL 34994
Victor Simmons	73 SW Flagler Ave., Stuart, FL 34994

ARTICLE V. OFFICERS

The board of directors shall elect the following officers: president vice president, treasurer and secretary and such other officers as the bylaws of the Corporation may authorize the directors to elect time. The qualification, the time and manner of electing or appointing, the duties, the terms of office and the manner of removing offices shall be as set forth in the bylaws. The officers shall be protected from personal liability to the fullest extent permitted by law.

The names of the persons to serve as the initial officers are:

<u>Officer</u>	<u>Name</u>
President	R. Scott Spugnardi
Vice President	Rance Newland
Treasurer	Billy R. Baker
Secretary	Victor Simmons

ARTICLE VI. COMMITTEES

The board of directors may establish such committees as may be necessary to efficiently carryout out the general purposes and actives of the Corporation.

ARTICLE VII. MEMBERS

The Corporation is organized upon a non-stock basis as defined in Section 617.011, Florida Statutes. The Corporation may have a membership distinct from the board of directors. The existence, authorized number and qualification of the members of the Corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as regulated in the bylaws.

ARTICLE VIII. BYLAWS

Subject to the limitations contain in the bylaws, these Articles of Incorporation, as they may be amended from time to time, the Florida Not for Profit Corporation Act, concerning corporate action that must be approved by the members of the Corporation, the bylaws of this Corporation may be made, altered, rescinded, added to, or new bylaws adopted, either by resolution of the board of directors or the procedure set forth therefore in the bylaws.

ARTICLE IX. NO BENEFIT; LIMITATIONS

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 III 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) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities 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 the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE X. DISSOLUTION

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 the 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 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 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. REGISTERED AGENT

The street address and name of the registered agent of the Corporation is: Marc S. Teplitz, 73 SW Flagler Ave, Stuart, FL 34994

Acceptance of Appointment

Having been named as registered agent to accept service of process for the Corporation at the place designated in the foregoing articles, I hereby accept the appointment as registered agent and agree to act in that capacity, comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: December 14, 2010


Marc S. Teplitz, Register Agent

ARTICLE XII INCORPORATOR

The name and address of the Incorporator is:

Marc S. Teplitz, 73 SW Flagler Ave, Stuart, FL 34994

Dated: December 14, 2010


Marc S. Teplitz, Incorporator

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