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**FLORIDA PROFIT/NON PROFIT CORPORATION
Naples Ferrari and Exotic Car Club, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
NAPLES FERRARI AND EXOTIC CAR CLUB, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION**

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617 of the Florida Statutes, adopts the following articles of incorporation for the corporation:

**ARTICLE I
NAME**

The name of the corporation shall be Naples Ferrari and Exotic Car Club, Inc. The principal address of the corporation at the time of incorporation is 9132 Strada Place, Third Floor, Naples, Florida 34108. The mailing address of the corporation at the time of incorporation is PO Box 111531 Naples, Florida, 34108.

**ARTICLE II
DURATION**

The duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence on the date these articles of incorporation are filed by the Department of State.

**ARTICLE III
PURPOSE**

The sole purpose of the corporation is to own and operate a private, recreational and social club for the pleasure and recreation of its members, their families and their guests. This corporation is formed and shall be operated exclusively for pleasure, recreation, and other nonprofit purposes. No part of any net earnings shall inure to the benefit of any member, trustee, or officer of the corporation except as provided by law.

This corporation shall have and exercise all powers conferred on not-for-profit corporations under the laws of the State of Florida generally, and specifically as provided in the Florida Not for Profit Corporation Act, provided, however, that this corporation has no power to engage in any activity that in itself is not in furtherance of its purposes as set forth in this Article III.

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**ARTICLE IV
QUALIFICATIONS AND ADMISSION OF MEMBERS**

The authorized number, qualifications, and manner of admission of members of this corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, the liability of members for dues and/or assessments and the method of collection, and the termination and transfer of membership shall be as set forth in the bylaws of this corporation.

**ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT**

The name and street address of the initial registered agent of the corporation in the State of Florida is Mary Beth M. Clary, C/O Porter Wright Morris & Arthur, LLP, 9132 Strada Place, Naples, Florida 34108.

**ARTICLE VI
BOARD OF DIRECTORS**

The affairs of the corporation shall be managed by its Board of Directors, which shall consist of such number of persons as shall be fixed by the Bylaws from time to time, but shall not be less than the number of directors required by the Act, which at the time of execution of these Articles is three (3). The terms of office, qualifications, and method of election of the directors shall be as specified in the Bylaws.

**ARTICLE VII
INCORPORATOR**

The name and address of the incorporator is Mary Beth M. Clary, Esq., 9132 Strada Place, Third Floor, Naples, Florida 34108.

**ARTICLE VIII
BYLAWS**

Bylaws will be adopted at the first meeting of the board of directors. The bylaws may be amended, repealed, in whole or in part by the directors in the manner provided in the bylaws. Any amendments to the bylaws shall be binding on all members of this corporation.

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**ARTICLE IX
AMENDMENT OF ARTICLES**

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of the voting members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of the voting members of the corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 19th day of January, 2011.



Mary Beth M. Clary, Esquire
Porter, Wright, Morris & Arthur LLP
9132 Strada Place, Third Floor
Naples, Florida 34108

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

The undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Naples Ferrari and Exotic Car Club, Inc.
2. The name and address of the registered agent and office are:

Mary Beth M. Clary
C/O Porter Wright Morris & Arthur, LLP
9132 Strada Place, Third Floor
Naples, Florida 34108

HAVING BEEN NAMED in the State of Florida as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to 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 obligation of my position as registered agent.

Dated: January 19th, 2011


Mary Beth M. Clary

REC. STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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