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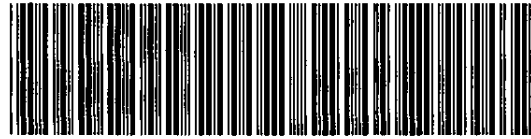
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## COVER LETTER

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

**SUBJECT:** GREATER TAMPA BAY WOMENS RUGBY FOOTBALL CLUB, inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Candi Orsini  
Name (Printed or typed)

501 79th Street South  
Address

St. Petersburg, Florida 33707  
City, State & Zip

727-460-8039  
Daytime Telephone number

tbwrfc@gmail.com  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

June 14, 2011

PAMELA SMITH  
Division of Corporations  
P.O.BOX 6327  
Tallahassee, Florida 32314

RECEIVED  
11 JUN 15 PM 12:58  
DIVISION OF CORPORATIONS

SUBJECT: GREATER TAMPA BAY WOMENS RUGBY FOOTBALL CLUB,  
INC.

After speaking with you June 14, 2011 the requested correction to the Articles of Incorporation of the Greater Tampa Bay Womens Rugby Football Club have been made as advised.

Please note that the changes have been made to the copy of the Articles of Incorporation document. I have enclosed an additional copy reflecting changes. If the additional copy is unnecessary then please discard.

Thank you for your time and consideration.

Cheers,

  
Candi Orsini

President

Designated registered agent

Tampa Bay Womens Rugby Football Club, Inc

**ARTICLES OF INCORPORATION  
OF**

**GREATER TAMPA BAY WOMENS RUGBY FOOTBALL CLUB, Inc.**  
**A Florida "Not for Profit" Corporation**

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DIVISION OF CORPORATIONS

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The undersigned, acting as incorporator of a corporation in compliance with Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I: NAME**

The name of the corporation shall be: GREATER TAMPA BAY WOMENS RUGBY FOOTBALL CLUB, inc..

**ARTICLE II: PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: 501 79<sup>th</sup> STREET SOUTH, St. PETERSBURG, FLORIDA 33707.

**ARTICLE III: PURPOSE**

The purposes for which this corporation is formed are exclusively charitable, religious, educational, and scientific purposes, including, for such purposes, the following:

1. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, religious, educational, and scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

2. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

3. All of the foregoing purposes shall be exercised exclusively charitable, religious, educational, and scientific purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

**ARTICLE IV: DURATION/MEMBERSHIP**

The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

**ARTICLE V: MANNER OF ELECTION**

The method of selection of the Board of Directors and number of directors shall be stated in the bylaws.

**ARTICLE VI: INITIAL DIRECTORS AND/OR OFFICERS**

Candi Orsini – *President* – 501 79<sup>th</sup> Street South, St. Petersburg, Florida 33707

Kathy Flores – *Vice President & Secretary* – 1524 Ninth St., Alameda, California 94501

Wendy Smith – *Treasurer* – 4904 Arlington Road, Palmetto, Florida 34221

**ARTICLE VII: INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name of the registered agent is: CANDI ORSINI. The address of this registered agent is 501 79<sup>th</sup> STREET SOUTH, St. PETERSBURG, FLORIDA 33707.

**ARTICLE VIII: INCORPORATOR**

The name and address of the incorporator is: CANDI ORSINI, 501 79<sup>th</sup> STREET SOUTH, St. PETERSBURG, FLORIDA 33707.

**ARTICLE IX: 501(c)(3) LIMITATIONS**

1. CORPORATE PURPOSES: Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

2. EXCLUSIVITY: The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes.

3. NO PRIVATE INUREMENT: The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable, religious, educational, and scientific purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable, religious, educational, and scientific purposes no part of which shall inure to the benefit of any individual.

4. LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

5. DISSOLUTION: Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to

an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable, religious, educational, and scientific purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

6. "PRIVATE FOUNDATION" PROVISIONS: In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

a.) 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 the corresponding section of any future federal tax code.

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

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

d.) 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 the corresponding section of any future federal tax code.

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

#### **ARTICLE X: INDEMNIFICATION**

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

**EXECUTION**

These Articles of Incorporation are hereby executed by the incorporator on this 25  
day of April, 2011.

Candi Orsini  
CANDI ORSINI

STATE OF FLORIDA  
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared CANDI ORSINI who is either personally known to me or who produced a valid Florida Driver's license, executed the foregoing instrument as incorporator (or the agent of the incorporator) and acknowledged before me that he or she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 25<sup>th</sup>  
day of April, 2011.

Karen B. Caron  
NOTARY PUBLIC STATE OF FLORIDA  
My Commission Expires: 5/18/2012

**KAREN B. CARON**  
Notary Public, State of Florida  
My Comm. Expires May 18, 2012  
No. DD789871

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