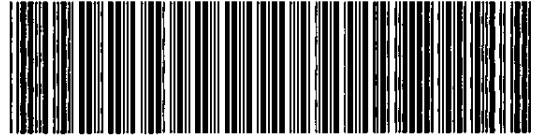


N11000006819



200210093192

07/19/11--01026--013 **87.50

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

MRS
7/19

SECRETARY OF STATE
TALLAHASSEE FLORIDA

11 JUL 19 PM 1:06

FILED

COVER LETTER

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

SUBJECT: THE TIGER BAY CLUB OF SOUTHWEST FLORIDA, 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: Steven P. Kushner, Esq.
Name (Printed or typed)

Becker & Poliakoff, P.A.
Address

12140 Carissa Commerce Court, Suite 200
Fort Myers, FL 33966
City, State & Zip

239-433-7707
Daytime Telephone number

skushner@becker-poliakoff.com
E-mail address: (to be used for future annual report notification)

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

FILED
11 JUL 19 PM 1:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
THE TIGER BAY CLUB OF SOUTHWEST FLORIDA, INC.**
(a corporation not for profit)

The undersigned incorporator hereby submits these Articles of Incorporation, pursuant to Chapter 617.0202, Florida Statutes.

ARTICLE I. NAME

The name of the corporation is The Tiger Bay Club Of Southwest Florida, Inc. (the "Corporation") and the mailing address and principal office of the Corporation is 2840 Winkler Avenue, Fort Myers, Florida 33916, and the mailing address is: 2840 Winkler Avenue, Fort Myers, Florida 33916, Attn: Stephanie Keyes.

ARTICLE II. EXISTENCE

The duration of this Corporation is perpetual, unless dissolved according to law.

ARTICLE III. PURPOSE

The purpose for which the Corporation is organized is to operate exclusively for such educational purposes as will qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended (the "Code") or corresponding provisions of any subsequent Federal tax laws, providing full and fair, non-partisan forums and expositions of pertinent facts to permit individuals, and the public, to form independent opinions and conclusions regarding community and governmental issues.

ARTICLE IV. OBJECTS AND PROHIBITIONS

4.1 Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from taxation under Section 501(c)(3) of the Code. The Corporation may do all acts and things requisite, necessary, proper and desirable to carry out and further the objects for which the Corporation is formed; and, in general, to have all the rights, privileges and immunities, and enjoy all the benefits of the laws of the State of Florida applicable to corporations of this character, including but not limited to the powers described in Section 617.0302 of the Florida Statutes. In all instances, however, the Corporation shall only take actions and engage in activities that are permitted by law and the Code or its corresponding Treasury Regulations for entities that qualify as exempt organizations under Section 501(c)(3) of the Code.

4.2 No substantial part of the activities of the Corporation shall include or consist of the carrying on or distribution of propaganda or of attempting to influence legislation, not even to the extent described in Section 501(h) of the Code. The Corporation shall not participate in or intervene in or do any other act in connection with, any political campaign, either in support and on behalf of, or in opposition to, any candidate for public office, including without limitation the publication or distribution of statements for or against any candidate.

4.3 The Corporation will not provide any pecuniary gain or profit to members, directors or officers thereof, and no part of any earnings of the Corporation shall inure to the benefit of, or be distributable to, any member, director or officer of the Corporation or any other private individual. No member, director or officer of the Corporation, or any other private individual, shall be entitled to share in the distribution of any assets of the Corporation in the event of dissolution of the Corporation. Upon dissolution, all assets remaining after the payment

of all liabilities shall be delivered to another organization exempt under Section 501(c)(3) of the Code.

ARTICLE V. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation shall be 5571 Halifax Ave., Fort Myers, Florida 33912, and the name of its initial registered agent at such address is Ronald E. Inge.

ARTICLE VI. MEMBERS

This Corporation shall have Members. The classes of Members, and the manner in which Members shall be admitted to membership, shall be as set forth in the Bylaws of the Corporation.

ARTICLE VII. MANAGEMENT

The affairs of the Corporation shall be conducted by a board of directors, who shall be chosen as set forth in the Bylaws of the Corporation. The number of directors of the Corporation shall at all times be at least three (3), but the actual number may be changed from time to time, but shall not exceed fifteen (15) absent an amendment of the Bylaws being adopted.

ARTICLE VIII. AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or in any subsequent amendment hereto. An amendment to these Articles of Incorporation may be proposed by any Member or Director, and presented to a quorum of the Members, as provided in the Bylaws, for a vote by the Members. Amendments may only be adopted by a majority of all of the Members of the Corporation, whether present in person or voting by proxy, at a meeting at which a quorum exists.

ARTICLE IX. DISSOLUTION

In the event of dissolution, after payment or provision for payment of all debts and liabilities of the Corporation, the residual assets of the organization will be turned over to one or more not-for-profit funds, foundations or corporations which themselves are exempt as organizations described in Section 501(c)(3) of the Code, or to the Federal, State or local Government for exclusively public purposes.

ARTICLE X. INCORPORATOR

The name and address of the incorporator is: Steven P. Kushner, Esq.; Becker & Poliakoff, P.A., 12140 Carissa Commerce Court, Fort Myers, Florida 33966.

ARTICLE XI BYLAWS

The power to adopt, alter, amend or repeal the Bylaws of the Corporation shall be vested in the Members. The Bylaws shall be adopted at the first formal meeting of the Members, and may be amended or repealed in whole or in part in the manner provided therein.

ARTICLES XII OFFICERS

This Corporation shall elect officers as described in the Bylaws.

ARTICLE XIII. INDEMNIFICATION

The Corporation shall indemnify any officer or director, and may indemnify any agent, to the fullest extent allowed by Section 617.0831, Florida Statutes.

ARTICLE XIV - STOCK

This Corporation shall not have any capital stock.

ARTICLE XV - PRIVATE FOUNDATION

In any tax year in which the Corporation has been, or can be, characterized as a "private foundation" within the meaning of Section 509 of the Code, the Corporation:

14.1 Shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Code;

14.2 Shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code;

14.3 Shall not retain any excess business holdings as defined in Section 4943(c) of the Code;

14.4 Shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code; and

14.5 Shall not make any taxable expenditures as defined in Section 4945(d) of the Code.

Certificate of Registered Agent

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar and accept the appointment as registered agent and agree to act in this capacity.



RONALD E. INGE, Registered Agent

7/12/11
Date

IN WITNESS WHEREOF, the undersigned, being the incorporator of this Corporation has executed these Articles of Incorporation, submitting this document and affirming that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in §817.155 F.S.

Signature of Incorporator:

7-18-11
Date
ACTIVE: 3428520_1



STEVEN N. KUSHNER

FILED
11 JUL 19 PM 1:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA