

DEC/01/2011/TH 3:07 PM
Division of Corporations

NAJMY THOMPSON, P.L.

THOMPSON, P.L.

FAX (941) 907-8999

P. 00
Page 1 of 1

N11000011151

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H11000282300 3)))



H110002823003ABCR

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : NAJMY THOMPSON, P.L.
Account Number : I20090000014
Phone : (941) 907-3999
Fax Number : (941) 907-8999

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: rfay@bellsouth.net

FLORIDA PROFIT/NON PROFIT CORPORATION
FLORIDA REINED COW HORSE ASSOCIATION, INC.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing Menu

Help

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 DEC - 1 AM 10:42

PS 12/1/11

FAX AUDIT NUMBER H11000282300 3

ALL FLORIDA REINED COW HORSE ASSOCIATION, INC.

**498 Maple Ave.
Fort Pierce, FL 34982**

**Florida Secretary of State
Division of Corporations**

**RE: Use of name "Florida Reined Cow Horse Association, Inc." by
new Florida non-profit corporation**

To Whom It May Concern:

Please be advised that the undersigned corporation, All Florida Reined Cow Horse Association, Inc., a Florida corporation (Document Number P07000089414), is aware of a new Florida non-profit corporation to be known as "Florida Reined Cow Horse Association, Inc." and understands that this name is similar to its own name.

All Florida Reined Cow Horse Association, Inc. consents to the filing of Florida Reined Cow Horse Association, Inc. under that entity name.

Should you have any questions, please feel free to contact us directly.

Sincerely,

All Florida Reined Cow Horse Association, Inc.

By: 

Robin Fay, as its Vice President

Email: rfay@bellsouth.net

FAX AUDIT NUMBER H11000282300 3

DEC/01/2011/THU 03:08 PM NAJMY THOMPSON PL

FAX No. 941-907-8999

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

P. 003

11 DEC -1 AM 10:42

FAX AUDIT NUMBER: H11000282300 3

ARTICLES OF INCORPORATION

FOR

FLORIDA REINED COW HORSE ASSOCIATION, INC.

A FLORIDA NOT-FOR-PROFIT CORPORATION

ARTICLE I. - NAME

The name of the Corporation is: FLORIDA REINED COW HORSE ASSOCIATION, INC.

ARTICLE II. - PRINCIPAL OFFICE

The principal office address and mailing address of the Corporation is 4301 32nd Street West, Suite D4, Bradenton, FL 34205.

ARTICLE III. - CORPORATE EXISTENCE AND DURATION

The Corporation shall exist perpetually, unless dissolved sooner as authorized by law.

ARTICLE IV. - EXEMPT PURPOSES AND POWERS

A. This Corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The general purposes for which the Corporation is to be organized are exclusively within the meaning of Section 501(c) of the Internal Revenue Code of 1986 and the specific purpose of this Corporation is to host exhibits and cow horse events at shows in an effort to promote the training and interest in reined cow horses. In carrying out the aforementioned purposes, the Corporation shall have the power to exercise all rights conferred by the laws of the State of Florida upon non-profit corporations.

Prepared By:
Michael J. Smith, Esq.
Fla. Bar No. 0016252
Najmy Thompson, P.L.
1401 8th Avenue West
Bradenton, Florida 34205
(941) 748-2216

FAX AUDIT NUMBER: H11000282300 3

FAX AUDIT NUMBER: H11000282300 3

B. The purposes for which FLORIDA REINED COW HORSE ASSOCIATION, INC., is organized are exclusively for one or more of the charitable purposes as specified within the meaning of Section 501(c) of the Internal Revenue Code of 1986 (I.R.C. §501(c)) or the corresponding provision of any future United States Internal Revenue Law.

C. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under I.R.C. §501(c) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

D. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director of the Corporation or any member of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Director of the Corporation or any member of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

E. In the event of dissolution, all the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed to one or more organizations which themselves are exempt as organizations described in I.R.C. §501(c) of the Internal Revenue Code of 1986 or corresponding sections of any subsequent Internal Revenue Code or Regulation, or to one or more organizations which themselves are exempt as organizations described in I.R.C. §501(c)(3) and §170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any subsequent Internal Revenue Code or Regulation, or to the Federal government, or state or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of Florida.

F. In any taxable year in which the Corporation is a private foundation, as described in I.R.C. §509(a), the Corporation shall distribute its income for said period at such time and manner as not to subject it to tax under I.R.C. §4942, and the Corporation shall not (a) engage in any act of self-dealing as defined in I.R.C. §4941(d), retain any excess business holdings as defined in I.R.C. §4943(c); (b) make any

2

Prepared By:
Michael J. Smith, Esq.
Fla. Bar No. 0016252
Najmy Thompson, P.L.
1401 8th Avenue West
Bradenton, Florida 34205
(941) 748-2216

FAX AUDIT NUMBER: H11000282300 3

FAX AUDIT NUMBER: H11000282300 3

investments in such manner as to subject the Corporation to tax under I.R.C. §4944; or
(c) make any taxable expenditures as defined in I.R.C. §4945(d) or corresponding
provisions of any subsequent Federal tax laws.

ARTICLE V. - BYLAWS

The Board of Directors of this Corporation shall make, adopt, alter, amend and
repeal such Bylaws of the Corporation for the conduct of the business of the
Corporation and the carrying out of its purposes as such Board of Directors may deem
necessary from time to time.

ARTICLE VI. - QUALIFICATION OF MEMBERS

The terms, conditions and qualifications with respect to the membership (if any)
of this Corporation shall be as provided for by the By-laws of the Corporation.

ARTICLE VII. - INITIAL REGISTERED AGENT

The name and address of the individual who is currently serving as this
Corporation's registered agent is: Chris Brown, located at 15871 County Road 675,
Parrish, FL 34219

ARTICLE VIII. - BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the
business of the Corporation shall be managed under the direction of a Board of
Directors. The number of the Directors on this Corporation's Board of Directors shall be
determined from time to time, as provided in this Corporation's By-laws, but shall never
be less than five (5). Such Directors are to be elected or appointed in the manner
provided for by the Corporation's By-laws.

Prepared By:
Michael J. Smith, Esq.
Fla. Bar No. 0016252
Najmy Thompson, P.L.
1401 8th Avenue West
Bradenton, Florida 34205
(941) 748-2216

FAX AUDIT NUMBER: H11000282300 3

FAX AUDIT NUMBER: H11000282300 3

ARTICLE IX. - INCORPORATOR AND INITIAL OFFICERS

The names and addresses of the Incorporator and initial Officers of this Corporation are as follows:

1. Incorporator / Chris Brown: 15871 County Road 675, Parrish, FL 34219
2. President / Jack F. Hennig: 2854 Clifton Bryan Rd., Zolfo Springs, FL 33880
3. Vice President / Robin Fay: 1145 Ramblebrook Street, Malabar, FL 32950
4. Secretary / Kelli Caves: P.O. Box 1065, Altoona, FL 32702
5. Treasurer / Chris Brown: 15871 County Road 675, Parrish, FL 34219

ARTICLE X. - AMENDMENT

The Articles of Incorporation may be amended by a majority vote of the Board of Directors of the Corporation at a regular meeting or at a duly called special meeting upon notice given, as provided by the Bylaws, of intention to submit such amendments to the Board of Directors of the Corporation.

ARTICLE XI. - DEFENSE AND INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Corporation shall defend, indemnify and hold harmless, every registered agent, director or officer and his or her heirs, personal representatives and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her having been a director or officer of this Corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct. The foregoing rights shall be in addition to other rights to which he or she may be entitled.

4

Prepared By:
Michael J. Smith, Esq.
Fla. Bar No. 0016252
Najmy Thompson, P.L.
1401 8th Avenue West
Bradenton, Florida 34205
(941) 748-2216

FAX AUDIT NUMBER: H11000282300 3

DEC/01/2011/THU 03:09 PM NAJMY THOMPSON PL

FAX No. 941-907-8999

FILED P. 007
SECRETARY OF STATE
DIVISION OF CORPORATIONS

11 DEC -1 AM 10:42

FAX AUDIT NUMBER H11000282300 3

IN WITNESS WHEREOF, the undersigned has signed these Articles of
Incorporation on this 19 day of November, 2011.

December Chris Brown
Chris Brown, as Incorporator

ACKNOWLEDGMENT BY REGISTERED AGENT

The undersigned hereby acknowledges that, as set forth in the foregoing Articles of Incorporation, he is presently serving as Registered Agent of FLORIDA REINED COW HORSE ASSOCIATION, INC. Pursuant to Section 817.0501(3), Florida Statutes, I hereby state that I am familiar with and will continue to perform the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 19 day of November, 2011.

December Chris Brown
Chris Brown, Registered Agent

Prepared By:
Michael J. Smith, Esq.
Fla. Bar No. 0016252
Najmy Thompson, P.L.
1401 8th Avenue West
Bradenton, Florida 34205
(941) 748-2216

FAX AUDIT NUMBER: H11000282300 3