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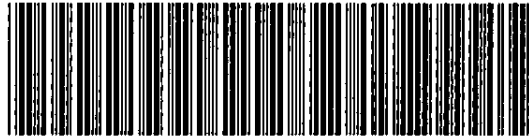
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TALLAHASSEE, FLORIDA
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COVER LETTER

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

SUBJECT: LAKE COUNTY ROWING 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: Alison Strange, Esq.

Name (Printed or typed)

700 Almond Street

Address

Clermont, FL 34711

City, State & Zip

(352) 394-4025

Daytime Telephone number

AStrange@BretJonesPA.com

E-mail address: (to be used for future annual report notification)

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

ARTICLE
AND
FILED

ARTICLES OF INCORPORATION OF
LAKE COUNTY ROWING ASSOCIATION, INC.

(A FLORIDA CORPORATION NOT FOR PROFIT)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name and Address

1.1 **Name.** The name of the corporation is LAKE COUNTY ROWING ASSOCIATION, INC. (hereinafter "Corporation").

1.2 **Principal Office and Mailing Address.** The principal office and mailing address of the Corporation is 720 Almond Street, Clermont, Florida 34711.

ARTICLE II

Purpose and Duration

2.1 **Purpose.** The purposes of this Corporation, as expressed in its Articles of Incorporation, shall be the transacting of any or all lawful business for which corporations may be incorporated under the Florida Not for Profit Corporation Act and to distribute the whole or any part of the income therefrom and the principal thereof exclusively for charitable, scientific, religious, literary, or educational purposes, either directly or by contribution to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law). However, nothing herein shall be construed as allowing any activities which would jeopardize the Corporation's tax-exempt status or otherwise be inconsistent with its classification as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), or as a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law). Specifically, the Corporation is organized for the purpose of educating the public about non-motorized boats and rowing sports and increasing community involvement in the same while at the same time assisting in the economic development of Lake County through recruiting and coordinating athletic events.

2.2 **Duration.** The term of existence of the Corporation is perpetual.

ARTICLE III

Powers and Limitations

3.1 **Powers.** The Corporation shall have the power to acquire, own, maintain, and use its assets for the purposes for which it is organized; to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use, and dispose of real or personal property in connection with the purposes of the Corporation; to exercise all powers necessary or

convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a corporation not for profit under Florida law. In addition to the powers specified, the Corporation shall have the additional powers specified in its Bylaws.

3.2 **Limitations.** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any member, director, officer, or other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to confer benefits on its members in conformity with the purposes set forth in Section 2.1 of these Articles.

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 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 of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV **Board of Directors**

4.1 **Corporate Affairs.** The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors shall have all the powers necessary or appropriate for the administration of the affairs of this Corporation.

4.2 **Election.** Directors shall be elected in the manner set forth in the Bylaws of the Corporation.

4.3 **Number.** The Corporation shall have nine (9) Directors initially. The number of Directors may be increased or reduced from time to time, as provided in the Bylaws of the Corporation; however, the Corporation shall at all times have at least three (3) Directors.

4.4 **Names and Address of Initial Directors.** The names and addresses of the persons who are to serve as the initial Directors of the Corporation until the election or appointment of successor are as follows:

Alison Strange
700 Almond Street
Clermont, FL 34711

Nancy Hoff
2001 Abrams Rd
Eustis, FL 32726

Deborah L. Brazill
34731 Forest Lake Rd.
Leesburg, FL 34788

Karen Dorr
10010 Crenshaw Circle
Clermont, FL 34711

Debbie Kiely
10812 Crescent Lake Ct
Clermont, FL 34711

Wendy Burkett
15635 State Road 50
Clermont, FL 34711

Paul McPherson
15635 State Road 50
Clermont, FL 34711

ARTICLE V

Membership

The Corporation shall have no capital stock and shall be composed of Members rather than shareholders. The membership of the Corporation shall consist of individuals of mutual interest in the purpose of the Corporation.

ARTICLE VI

Indemnification

The Corporation shall indemnify and advance expenses to, and may purchase and maintain insurance on behalf of, its directors and officers to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the Bylaws may provide for indemnification and advancement of expenses to officers, directors, employees, and agents on such terms and conditions as the Board may deem appropriate or advisable from time to time.

ARTICLE VII

Bylaws

The Bylaws of the Corporation may be amended, altered, or repealed and new Bylaws may be adopted only by the affirmative vote of a two-thirds (2/3) of the then members of the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or with these Articles.

ARTICLE VIII

Amendment

These Articles shall be amended only by the affirmative vote of a two-thirds (2/3) of the then members of the Board of Directors.

ARTICLE IX

Dissolution

In the event of the entire or partial termination, dissolution, or winding up of the Corporation in any manner for any reason whatsoever, the assets of the Corporation which remain after payment, or making provisions for payment, of all liabilities of the Corporation, shall be distributed to an and only to one or more nonprofit organizations 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, which have been created and operated for nonprofit purposes similar to those of the Corporation. 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 purpose or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes. Under no circumstances shall any assets be distributed, upon dissolution or sale of substantially all the assets or otherwise, to directors, officers, or employees of the Corporation.

ARTICLE X

Initial Registered Office and Agent

The name and street address of the initial registered agent of this Corporation is as follows:

Bret Jones, P.A.
700 Almond Street
Clermont, Florida 34711

ARTICLE XI

Incorporator

The name and street address of the incorporator of the corporation is as follows:

Alison Strange
700 Almond Street
Clermont, FL 34711

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 with and accept the appointment as Registered Agent and agree to act in this capacity.

Bret Jones, P.A.

December 9, 2011
Date

Bret Jones
By: Bret Jones, CEO

I submit this document and affirm 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 s.817.155, F.S.

December 9, 2011
Date

Alison Strange
Alison Strange, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
FILED