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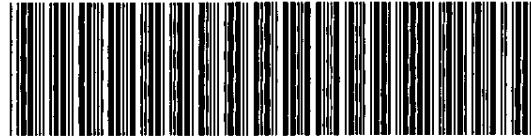
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K 01/04/12

COVER LETTER

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

SUBJECT: _____

Free 2 Sail, 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: William E. Roberts, III
Name (Printed or typed)

210 5th Ave. S. #410
Address

St. Petersburg, Florida 33701
City, State & Zip

404-626-1534
Daytime Telephone number

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

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

ARTICLES OF INCORPORATION OF FREE 2 SAIL, INC.

A CORPORATION NOT-FOR-PROFIT

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Florida, do hereby certify:

ARTICLE I - NAME

The name of this non-profit corporation is and shall be *FREE 2 SAIL, INC.*

ARTICLE II - PRINCIPAL OFFICE

The place in this state where the principal office of the Corporation is to be located is the City of St. Petersburg, Pinellas County. The principal street address (same as mailing address) is:

210 5th Ave S Unit 410
St. Petersburg, FL 33701 US

ARTICLE III - PURPOSE

This is a non-profit corporation, organized and operating exclusively for the following purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code: charitable, educational, scientific, and fostering national amateur sports competition.

The specific and primary purposes for which this corporation are formed:

This corporation is organized and operating exclusively to foster amateur sailing competition among OEF/OIF/OND soldiers as a form of recreational therapy to promote their reintegration back into their communities; to sponsor community events to provide networking opportunities for soldiers; to publicize the program's free sailing opportunities; to support research for and awareness of combat-related Post-Traumatic Stress Disorder (PTSD) and Traumatic Brain Injury (TBI); to invest in helping all U.S. military members—not just those with visible disabilities—learn to competitively sail as part of a comprehensive approach to reintegration, in order to combat stigma and other factors that prevent them from getting the help that they want and need; and to sponsor and conduct such activities needed to finance and support the purposes of the organization.

Sailing takes skills from the battlefield and puts them on a boat—teamwork, structure, purpose, goals, confidence in yourself and your team, and strength—which helps service members adapt their strong core of values toward civilian life in a challenging and liberating way.

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HABERSHAM COUNTY FLORIDA

The activities of the corporation shall be conducted in such a manner that no part of its net earnings shall inure to the benefit of any member, director, officer or individual, other than to an organization or organizations which qualifies as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law), and other than in furtherance of the corporation's exempt purposes. It shall not have the power to issue certificates of stock or declare dividends. Notwithstanding any provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law). No substantial part of the activities of the corporation shall consist of *carrying on 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.

ARTICLE IV – MANNER OF ELECTION

The affairs of the corporation shall be managed by a Board of Directors consisting of no more than seven (7) members, which number shall include the offices of President, Vice President, and Treasurer. The manner of election, or appointment, and term of the officers of the corporation, and the members of the Board of Directors, shall be regulated by the Bylaws of the corporation. The duties of the officers of the corporation and the members of the Board of Directors shall be defined by the Bylaws of the corporation.

ARTICLE V – INITIAL OFFICERS AND/OR DIRECTORS

The names of the initial officers and trustees of the corporation who are appointed by the Directors are:

President

William Elbert Roberts, III
210 5th Ave S Unit 410
St. Petersburg, FL 33701 US

Vice President

Alizah Grace Herman
210 5th Ave S Unit 410
St. Petersburg, FL 33701 US

Treasurer

Eugene Martin Frame
210 5th Ave S Unit 210
St. Petersburg, FL 33701 US

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TALLAHASSEE, FLORIDA

ARTICLE VI – REGISTERED AGENT

The name and address of the Registered Agent of FREE 2 SAIL, INC. is

William Elbert Roberts, III
210 5th Ave S Unit 410
St. Petersburg, FL 33701 US

ARTICLE VII – INCORPORATOR

The name and address of the Incorporator of FREE 2 SAIL, INC. is

William Elbert Roberts, III
210 5th Ave S Unit 410
St. Petersburg, FL 33701 US

ARTICLE VIII - TERM

This corporation shall have perpetual existence.

ARTICLE IX - SUBSCRIBERS

The names and residences of the subscribers to these Articles are as follows:

President

William Elbert Roberts, III
210 5th Ave S Unit 410
St. Petersburg, FL 33701 US

Vice President

Alizah Grace Herman
210 5th Ave S Unit 410
St. Petersburg, FL 33701 US

Treasurer

Eugene Martin Frame
210 5th Ave S Unit 210
St. Petersburg, FL 33701 US

These subscribers shall form the initial Directors of the Corporation.

ARTICLE X - BYLAWS

The Bylaws of this corporation, not inconsistent with the Articles of Incorporation, are to be made, amended, or rescinded by the officers of the corporation.

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TALLAHASSEE FLORIDA

ARTICLE XI - AMENDMENTS

Amendments to these Articles of Incorporation may be proposed and adopted by the officers of the Corporation at any regular or special meeting called for that purpose upon a two-thirds vote of the Board of Directors present at said meeting, provided that written notice setting forth the proposed amendments and the time and place of meeting has been mailed to each director entitled to vote at least ten (10) days before such meeting.

ARTICLE XII - CONFLICT OF INTEREST

Conflict of interest matters are subject to review by the Board of Directors and handled according to the Bylaws of this corporation.

ARTICLE XIII - DISTRIBUTIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE XIV - DISSOLUTION

In the event of dissolution of the corporation or the winding up of its affairs, or other liquidation of its assets, the corporation's property shall be conveyed or distributed to such organization or organizations created and operated for nonprofit purposes similar to those of the corporation as shall be designated by the Board of Directors of the Corporation, so long as such organization or organizations at the time of such conveyance or distribution qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

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TALLAHASSEE, FLORIDA

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William E Roberts III
Required Signature of William Elbert Roberts, III

12/27/2011
Date

Alizah Grace Herman
Required Signature of Alizah Grace Herman

12/27/2011
Date

Eugene Martin Frame
Required Signature of Eugene Martin Frame

12-27-2011
Date

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

William E Roberts III
Required Signature of Registered Agent

12/27/11
Date

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.

William E Roberts III
Required Signature of Incorporator

12/27/11
Date

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