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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Craft Club of Sebastian, Inc.**

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**ARTICLES OF INCORPORATION  
OF  
CRAFT CLUB OF SEBASTIAN, INC.**

In Compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I. NAME**

The name of the corporation shall be: CRAFT CLUB OF SEBASTIAN, INC.

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: 942 Fulton Way, Sebastian Florida 32958 and its mailing address shall be P.O. Box 780115, Sebastian, Florida 32978.

**ARTICLE III PURPOSE**

This not for profit corporation is organized and shall be operated for the following purposes:

- A. To promote public interest and appreciation of traditional hand-crafted skills and to promote enhancement and awareness through a venue of public exhibition within the City of Sebastian and its environs.
- B. To promote and finance this charitable function by sponsorship of fund-raising within the membership of the Club and the donation of the members' time for the park activities to educate the public on the importance and benefits of the art of making handmade crafts.
- C. To encourage the creative social atmosphere for craftsmen and community by donating funds to local charities.
- D. To encourage and support the City of Sebastian and neighboring areas in the development of hand-crafted skills.
- E. The purpose for which the Craft Club of Sebastian, Inc. is organized are exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code, or the corresponding section of any federal tax code.

**ARTICLE IV POWERS**

This Corporation shall have the following powers:

- A. All powers necessary or convenient to effect any or all of the Corporate purposes, including such powers as granted in Chapter 617, F.S., and all amendments subsequent thereto, subject to the limitations set forth herein.
- B. 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.
- C. 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, 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 §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future

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federal tax code, or (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### ARTICLE V. MEMBERSHIP

The Members of this Corporation and their rights and responsibilities shall be as stated in the Bylaws.

#### ARTICLE VI. BOARD OF DIRECTORS AND OFFICERS

A. This Corporation shall be managed by a Board of Directors of not less than three (3) nor more than fifteen (15) members of the Corporation; provided that, qualification and election of Directors and other matters regarding functioning of the Board of Directors shall be set forth in the Bylaws.

B. The initial Board of Directors of the Corporation shall be:

Karen Lampiasi	942 Fulton Way Sebastian FL 32958
Lynda Davis	3275 Dade Circle NE Palm Bay FL 32905
Betty Dolen	745-204 3 <sup>rd</sup> Circle Vero Beach FL 32962
Debra Maerz	13275 N. Indian River Drive Sebastian, FL 32958

C. The number and manner of appointment of officers of this corporation and other matters regarding their functioning shall be as set forth in the Bylaws. The initial officers of the Corporation shall be:

Karen Lampiasi	President
Lynda Davis	Vice President
Betty Dolen	Secretary
Debra Maerz	Treasurer

#### ARTICLE VII. EXISTENCE, DISSOLUTION

The Corporation shall have perpetual existence, unless dissolved according to law. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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 purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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#### ARTICLE VIII. AMENDMENT

These Articles may be amended at a regular or special meeting of the members called for that purpose by a two-thirds (2/3) vote of the members. The Bylaws may be approved or amended at a regular or special meeting of the members called for that purpose by a two-thirds (2/3) vote of the members.

#### ARTICLE IX. PRIVATE OPERATING FOUNDATION

At any time during which this corporation is classified as a private operating foundation it shall be subject to the following restrictions:

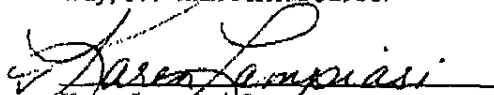
- A. The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- B. The corporation will not engage 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 expenditure as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### ARTICLE X. INCORPORATOR

The name and address of the Incorporator is: KAREN LAMPIASI, 942 Fulton Way, Sebastian Florida 32958.

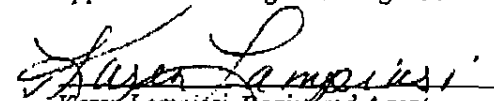
#### ARTICLE XI. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is: KAREN LAMPIASI, 942 Fulton Way, Sebastian Florida 32958.

  
Karen Lampiasi, Incorporator

Date: January 5<sup>th</sup>, 2012.

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.

  
Karen Lampiasi, Registered Agent

Date: January 5<sup>th</sup>, 2012.

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