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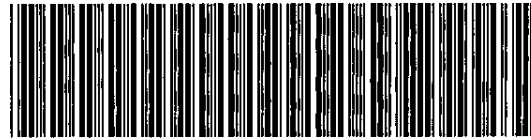
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LAW OFFICES

**WARCHOL, MERCHANT & ROLLINGS, LLP**

A FLORIDA LIMITED LIABILITY PARTNERSHIP  
FEIN 59-2851736

MARTHA S. WARCHOL  
WILLIAM C. MERCHANT  
Certified Circuit Court Mediator  
Court Appointed Arbitrator  
HARVEY ROLLINGS  
Certified Circuit Court Mediator  
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CHARLES C. JONES, II, PA  
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January 4, 2012

Corporate Records Bureau  
Division of Corporations  
Department of State  
2661 Executive Center Circle West  
Tallahassee, FL 32301

**VIA FEDERAL EXPRESS**

**Attn: Corporate Division**

**RE: Southwest Florida Yacht Club, Inc.  
Our File No. 34633**

Dear Madam/Sir:

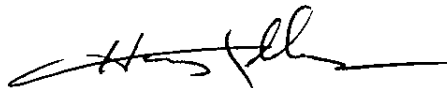
Enclosed herewith are the original and one (1) copy of the Articles of Incorporation of the above referenced Corporation, together with a check in the amount of \$78.75, said check allocated as follows:

\$35.00 filing fee  
\$35.00 registered agent fee  
\$ 8.75 certified copy

Please return a certified copy of the Articles of Incorporation to this office.

Thank you for your cooperation in this matter.

Yours truly,



Harvey Rollings

HR/dp  
Enclosures

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ARTICLES OF INCORPORATION  
OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SOUTHWEST FLORIDA YACHT CLUB, INC.  
(A Corporation Not for Profit)

We, the undersigned, with other persons being desirous of forming a corporation for charitable and philanthropic purposes, under the provisions of Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for the corporation:

ARTICLE I

Name

The name of this corporation is Southwest Florida Yacht Club, Inc. The principal address of corporation at the time of incorporation is 1940 SW 9<sup>th</sup> Court, Cape Coral, Lee County, FL 33991.

ARTICLE II

Purposes

The purposes for which this corporation is formed are:

- a) the promotion of educational, social and recreational activities and events for the members related to boating;
- b) the promotion and furtherance of good fellowship; the conservation and furtherance of the art and skill of boating.
- c) the promotion and encouragement of the highest standards of boating, including boat operation, navigation, handling and other matters related to the ownership and

- use of boats, yachts or marine vessels;
- d) to aid in the formulation and establishment of sound policies and practices designed to conserve, restore, protect and safely regulate natural resources and waterways;
  - e) to coordinate and stimulate the efforts of individuals and organizations interested in boating and conservation of our natural resources and waterways;
  - f) this corporation is formed and shall operate exclusively for pleasure, recreation, conservation and other nonprofit purposes. No part of any net earnings shall inure to the benefit of any member, trustee or officer of the corporation except as provided by law;
  - g) this corporation shall have and exercise all powers conferred on not-for-profit corporations under the laws of the State of Florida, and specifically as provided in the Florida Not For Profit Corporation Act, however, this corporation has no power to engage in any activity that in itself is not in furtherance of its purpose as set forth above.

### ARTICLE III

#### Qualification and Admission of Members

The authorized number, qualifications and manner of admission of this corporation, the different classes of membership, if any,

the property, voting and other rights and privileges of members, the liability of members for dues and/or assessments and the method of collection and the termination of membership shall be as set forth in the Bylaws of this corporation.

#### ARTICLE IV

##### Duration

The duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence on the date these Articles of Incorporation are filed by the Department of the State of Florida.

#### ARTICLE V

##### Subscribers

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

Terri Natale	14813 Laguna Drive, P.H. #602, Ft. Myers, FL 33908
Gerhard W. Tapken	4926 Skyline Boulevard, Cape Coral, FL 33914
James McKinley, Jr.	5764 Staysail Ct., Cape Coral, FL 33914
Christine M. Burger	4905 SW 9 <sup>th</sup> Place, Cape Coral, FL 33914

#### ARTICLE VI

##### Officers

Section 1. The officers of the corporation shall be a Commodore (President), Vice Commodore (Vice President), Rear Commodore (Vice President), Fleet Captain (Vice President), a

financial and recording Secretary, a Treasurer, and such other officers as may be provided in the Bylaws.

Section 2. The names and addresses of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

Office	Name	Address
Commodore (President)	Terri Natale	14813 Laguna Dr. P.H. #602 Ft. Myers, FL 33908
Vice Commodore (Vice President)	Gerhard W. Tapken	4926 Skyline Blvd. Cape Coral, FL 33914
Rear Commodore (Vice President)	James McKinley, Jr.	5764 Staysail Ct. Cape Coral, FL 33914
Fleet Captain (Vice President)	Christine M. Burger	4905 SW 9 <sup>th</sup> Place Cape Coral, FL 33914
Treasurer	Leonard A. Zych	5509 Harbour Preserve Circle Cape Coral, FL 33914
Secretary (Financial)	Kris Karen Weiner	115 Bayshore Drive Cape Coral, FL 33904
Secretary (Recording)	Jo Nell Skipper Schrappner	1755 Cape Coral Pkwy. Cape Coral, FL 33904

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

Section 4. This corporation will have three standing committees as set forth in the Bylaws.

ARTICLE VII

Board of Directors

Section 1. The powers of this corporation shall be exercised, its properties controlled and its business affairs conducted and managed by the Board of Directors. This corporation shall have nine (9) directors initially, who shall be elected annually as provided in the Bylaws. The number of directors may be increased from time to time, by the Bylaws, but shall never be less than three.

Section 2. The Board of Directors shall be members of the corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws.

Section 4. The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation, are:

<u>NAME</u>	<u>ADDRESS</u>
Terri Natale	14813 Laguna Drive, P.H. #602, Ft. Myers, FL 33908
Gerhard W. Tapken	4926 Skyline Boulevard, Cape Coral, FL 33914
James McKinley, Jr.	5764 Staysail Ct., Cape Coral, FL 33914
Christine M. Burger	4905 SW 9 <sup>th</sup> Place, Cape Coral, FL 33914
Leonard A. Zych	5509 Harbour Preserve Cir., Cape Coral, FL 33914

<u>NAME</u>	<u>ADDRESS</u>
Kris Karen Weiner	115 Bayshore Drive, Cape Coral, FL 33904
Ralph Sangiovanni	2219 SE 27 <sup>th</sup> Street, Cape Coral, FL 33904
Richard McCallum Geib	2231 SE 27 <sup>th</sup> Street, Cape Coral, FL 33904
Jo Nell Skipper Schrappner	1755 Cape Coral Pkwy., Cape Coral, FL 33904

#### ARTICLE VIII

##### Bylaws

Section 1. The Board of Directors of this corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time. The initial Bylaws will be adopted at the first meeting of the Board of Directors.

Section 2. Upon proper notice, the Bylaws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose in the manner as provided for in the Bylaws. Any amendments to the Bylaws shall be binding on all members of this corporation.

#### ARTICLE IX

##### Amendments

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose at which a quorum of members are present, by a two-thirds vote of those present.



Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the Bylaws, of intention to submit such amendments.

#### ARTICLE X

##### Location

The principal address of this corporation shall be at 1940 SW 9<sup>th</sup> Court, Cape Coral, Lee County, Florida 33991.

#### ARTICLE XI

##### Nonprofit Status

Section 1. No part of the net earnings of the corporation shall inure to the benefit of any individual or member.

Section 2. The corporation shall not carry on propaganda, or otherwise act to influence legislation.

#### ARTICLE XII

##### Dues

The amount of the yearly dues payable by members shall be such amount as may be determined from time to time by the Board of Directors.

#### ARTICLE XIII

##### Powers

In order to promote the purposes of this corporation, it may acquire property by grant, gift, purchase, devise or bequest, and hold and dispose of such property as the corporation shall require

for the benefit of the members and not for pecuniary profit.

#### ARTICLE XIII

##### Meetings

Section 1. The annual meeting for the election of members of the Board of Directors shall be held as may be provided in the Bylaws.

Section 2. The corporation may provide in its Bylaws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings.

#### ARTICLE XV

##### Distribution of Assets upon Dissolution

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under applicable provisions of the Internal Revenue Code, or to the Federal government, or to a State or local government, for a public purpose, and none of the assets will be distributed to any member, officer or trustee of this corporation.

#### ARTICLE XVI

##### Registered Agent

The street address of the initial registered office of this corporation is 1940 SW 9<sup>th</sup> Court, Cape Coral, FL 33991, and the name

of the initial registered agent of this corporation at that address is Terri Natale.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals this 3rd day of January, 2011<sup>2</sup>, for the purpose of forming this corporation not for profit under laws of the State of Florida.

Terri Natale  
Terri Natale

Gerhard W. Tapken  
Gerhard W. Tapken

James McKinley, Jr.  
James McKinley, Jr.

Christine M. Burger  
Christine M. Burger

STATE OF FLORIDA  
COUNTY OF Lee

The foregoing instrument was acknowledged before me this 3rd day of January, 2011<sup>2</sup>, by Terri Natale, Gerhard W. Tapken, James McKinley, Jr. and Christine M. Burger, who are personally known to me or who have produced FL D.C. as identification, who did not take an oath and who made and subscribed to the foregoing Articles of Incorporation, and certifies and acknowledges that each made and executed said certificate for the use and purposes therein expressed.

Donna M. Pavese  
Print Name: Donna M. Pavese  
Notary Public

My commission expires:



In pursuance of Chapter 617.0501, Florida Statutes, the following is submitted, in compliance, with said Act:

First That Southwest Florida Yacht Club, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Cape Coral, County of Lee, State of Florida, has named Terri Natale, located at 1940 SW 9<sup>th</sup> Court, City of Cape Coral, County of Lee, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENTS:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: Terri Natale  
Terri Natale, Registered  
Agent

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