

N120000010330

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

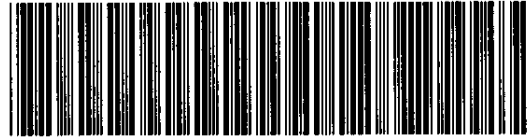
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

~~W12 53447~~

Office Use Only



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FILED

12 OCT 30 AM 9:25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

V/H

## COVER LETTER

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

SUBJECT: SUNSHINE SYNCHRO SPLASH, 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: Lynn A. Lea  
Name (Printed or typed)

2902 SW 29th Avenue  
Address

Cape Coral, FL 33914  
City, State & Zip

239-410-2729  
Daytime Telephone number

Lynn@thefamilea.com  
E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 18, 2012

LYNN A. LEA  
2902 SW 29TH AVENUE  
CAPE CORAL, FL 33914

SUBJECT: SUNSHINE SYNCHRO SPLASH, INC.  
Ref. Number: W12000053447

We have received your document for SUNSHINE SYNCHRO SPLASH, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Valerie Herring  
Regulatory Specialist II  
New Filing Section

Letter Number: 812A00025701

October 23, 2012

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

Re: Sunshine Synchro Splash, LLC Document Number L11000066387  
& Sunshine Synchro Splash, Inc. Document Number W12000053447

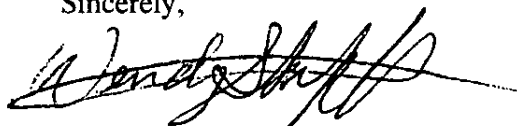
To Whom It May Concern:

I, Wendy L. Stafford, the owner of the previous Florida limited liability company named Sunshine Synchro Splash, LLC, do hereby authorize the use of the name Sunshine Synchro Splash, Inc. to be used by this organization, now and moving forward.

I have dissolved the Sunshine Synchro Splash, LLC on October 22, 2012 in order for this group to move forward in their efforts to achieve non-profit status with the name of Sunshine Synchro Splash, Inc.

If you have any questions for me regarding this issue, please feel free to reach me anytime.

Sincerely,

A handwritten signature in black ink, appearing to read 'Wendy L. Stafford', with a long horizontal flourish extending to the right.

Wendy L. Stafford  
239-233-3813

**FILED**  
**12 OCT 30 AM 9:25**

**ARTICLES OF INCORPORATION  
OF  
SUNSHINE SYNCHRO SPLASH, INC.**

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I – NAME**

The name of this corporation is SUNSHINE SYNCHRO SPLASH, INC., hereinafter referred to as the “Corporation,” a Florida not for profit corporation.

**ARTICLE II – PRINCIPAL OFFICE**

The street address of the Corporation is 4013 SE 2<sup>nd</sup> Avenue, Cape Coral, FL 33904; and the mailing address is 3108 Santa Barbara Blvd., Suite 105, PMB 436, Cape Coral, FL 33914.

**ARTICLE III – PURPOSE**

- 3.1 The Corporation is organized exclusively for fostering and promoting amateur athletics, and for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code. To this end, the Corporation shall establish and supervise an educational, training, and competitive recreational program of synchronized swimming to provide the physical, mental, moral and social development of youth through recreational and competitive synchronized swimming.
- 3.2 All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.
- 3.3 The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, within the meaning of Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended.

**ARTICLE IV – MEMBERSHIP**

- 4.1 The Corporation is organized on a non-stock basis under the Florida Not for Profit Corporation Act.

- 4.2 The Corporation shall have a membership consisting of the Board and of parents or guardians of the children of Sunshine Synchro Splash, Inc.
- 4.3 The programs operated by the Corporation are available to all persons who, desiring to participate, are eligible according to the rules and guidelines established by the Corporation. Neither the Corporation, nor any group or organization operated there under shall discriminate or exclude participants or members on the basis of race, religion, color, gender, or national origin.

#### ARTICLE V – DIRECTORS

- 5.1 The affairs of the Corporation shall be governed by a Board of Directors (the “Board”) subject to the restrictions that, except as specifically set forth to the contrary in any By-Laws adopted by the Board, the exercise of any powers or actions of the Board shall require approval thereof by a majority vote of the Board present at a meeting at which a quorum of no less than three (3) directors shall be necessary for all action requiring a vote of the Board, including, but not limited to, the following:
- 5.1.1 Approval of charitable gifts, transfers, distributions and grants by the Corporation to other entities;
  - 5.1.2 Adoption of or amendments to By-Laws;
  - 5.1.3 Amendments to the Articles of Incorporation;
  - 5.1.4 Organization of a subsidiary or affiliate by the Corporation;
  - 5.1.5 Approval of any merger, consolidation or sale or other transfer of all or any portion of the assets of the Corporation.
- 5.2 The Board of Directors or Officers are:
- |  |  |
|--|--|
| Janet Morris, President<br>1320 SE 31st Street<br>Cape Coral, FL 33904                     | Darlajeane Griffiths, Vice President<br>4013 SE 2 <sup>nd</sup> Avenue<br>Cape Coral, FL 33904 |
| Lynn Lea, Treasurer & Secretary<br>2902 SW 29 <sup>th</sup> Avenue<br>Cape Coral, FL 33914 | Emma Campos, Director<br>1318 SE 33rd Terrace<br>Cape Coral, FL 33904                          |
| Diana Ehrlich, Director<br>207 SW 24th Place<br>Cape Coral, FL 33991                       |  |
- 5.3 Board meetings shall convene at least once a quarter as designated by the Board. Board meetings are open to all members of the Corporation. Any members may bring issues or concerns and speak at Board meetings.

- 5.4 Special meetings of the Board may be held if ordered by the President or requested by the Board. There shall be an annual meeting of the general membership to be held in August of each year (or as defined in the By-Laws), on a date fixed by the Board.

#### ARTICLE VI – MANNER OF ELECTION

- 6.1 New directors shall be appointed to the Board by a majority vote of the then current directors, or in any other manner determined by the Board.
- 6.2 Except as otherwise set forth in the By-Laws, Board members elected at the annual meeting and at all times thereafter shall serve for a term of either one (1) year or until the annual meeting of members following the election of Directors or qualification of the successors in office.

#### ARTICLE VII – PROHIBITED ACTIVITIES

- 7.1 No part of the net earnings of the Corporation shall inure to any individual or entity not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended, nor to any director or officer or other member of the Corporation, nor to any other private persons, excepting solely such reasonable compensation that the Corporation shall pay for services actually rendered to the Corporation, or allowed by the Corporation as a reasonable allowance for authorized expenditures incurred on behalf of the Corporation.
- 7.2 No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public; and the Corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
- 7.3 Notwithstanding any other provision of these articles, the Corporation shall not carry on any 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, as now enacted or hereafter amended.
- 7.4 The Corporation shall not lend any of its assets to any officer or director of the Corporation, or guarantee to any person the payment of a loan by an officer or director of the Corporation.

#### ARTICLE VIII – INDEMNIFICATION

- 8.1 The Corporation shall indemnify any and all of its Directors or Officers and former Directors and Officers against the expenses actually and necessarily incurred by them in

connection with the defense of any action, suit, or proceeding in which they are or any of them are made parties by reason of being or having been Directors or Officers of the Corporation, except in relation to matters as to which any such Director or Officer, or former Director or officer or person, shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. Such indemnification shall be to the fullest extent now or hereafter permitted by law, these Articles, the By-Laws or by contract, whichever is greater and shall not be deemed exclusive of any other rights to which those indemnified may be entitled under the By-Laws, agreement, and vote of members or otherwise.

#### ARTICLE IX – DISSOLUTION

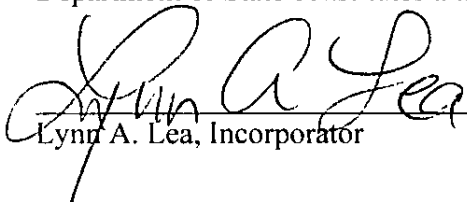
- 9.1 Upon dissolution of the Corporation, assets shall be distributed by the Board, after paying or making provisions for the payment of all debts, obligations, liabilities, costs, and expenses of the Corporation, for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state government, for a public purpose.
- 9.2 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.

#### ARTICLE X – INCORPORATOR

The name and address of the Incorporator are:

Lynn Lea  
2902 SW 29<sup>th</sup> Avenue  
Cape Coral, FL 33914

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 23<sup>rd</sup> day of October, 2012. 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.

  
\_\_\_\_\_  
Lynn A. Lea, Incorporator



ARTICLE XI - REGISTERED AGENT

FILED

The name and street address of the initial registered agent are:


12 OCT 30 AM 9:26

Darlajeane Griffiths  
4013 SE 2<sup>nd</sup> Avenue  
Cape Coral, FL 33904

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named as the Registered Agent and to accept Service of Process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

  
Darlajeane Griffiths, Registered Agent