

**N13000002452**

## Florida Department of State

Division of Corporations  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**

indian rocks family sailing association, inc.

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**ARTICLES OF INCORPORATION OF  
INDIAN ROCKS FAMILY SAILING ASSOCIATION, INC.**

Pursuant to the provisions of the Florida Nonprofit Corporation Act, as set forth in Chapter 617 or the Florida Statutes, the undersigned corporation adopts the following Articles of Incorporation:

**ARTICLE 1**

The name of the corporation is INDIAN ROCKS FAMILY SAILING ASSOCIATION, INC.

**ARTICLE 2**

The corporation is a nonprofit corporation that is organized for the transaction of any and all lawful acts for which nonprofit corporations may be incorporated under the Florida Nonprofit Corporation Act.

**ARTICLE 3**

The period of duration is perpetual.

**ARTICLE 4**

1. The purpose of the corporation is for any lawful purpose permitted by the Nonprofit Laws of the State of Florida; and exclusively for charitable, religious, scientific, or educational purposes either directly or by contributions to organizations that qualify as exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereinafter be amended.

The main focus of the corporation shall be to offer children and adults a quality and affordable program aimed at teaching the basics of small boat sailing with an intentional focus on the virtues of teamwork, compassion, patience and perseverance.

2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to any director or officer of the corporation or any 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 these articles of incorporation). No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of, or in opposition to any candidate for public office.

3. If the corporation is a private foundation as defined by Section 509 of the Internal Revenue Code and its Regulations as they now exist or as they may hereinafter be amended, the following provisions shall apply:

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- a.) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal laws;
- b.) The corporation shall not engage in any act of self-dealing as defined in Section 4941 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal laws;
- c.) The corporation shall not retain any excess business holdings as defined in Section 4943 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal laws;
- d.) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal laws;
- e.) The corporation shall not make any taxable expenditures in such manner as to subject it to tax under Section 4945 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal laws.

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

5. 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 such court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE 5

The Corporation shall have no members.

#### ARTICLE 6

The place of business and mailing address of the Corporation shall be 1615 1<sup>st</sup> Street, Indian Rocks Beach, FL 33785.

#### ARTICLE 7

The street address of its initial registered office is 1615 1<sup>st</sup> Street, Indian Rocks Beach, FL

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33785, and the name of its initial registered agent at such address is Robert Wagenseil.

#### ARTICLE 8

Management of the affairs of the corporation shall be vested in the board of directors. The number of directors constituting the initial board of directors is ten. Members of the Board of Directors shall consist of two (2) members appointed by each of the following organizations:

Calvary Episcopal Church, Indian Rocks Beach,

Pinellas Suncoast Fire and Rescue, and

The Rotary Club of Indian Rocks Beach

and four (4) members active in the Indian Rocks Family Sailing Program as elected pursuant to the Bylaws. The number and qualifications of the directors may be amended pursuant to the Bylaws. The names and addresses of the persons who are to serve as initial directors are as follows:

- |                     |  |
|---------------------|--|
| 1. Helene Simon     | 511 Belle Place, Indian Rocks Beach, Fl 33785            |
| 2. Rogers W. Howard | 3110 Hyde Park Dr., Clearwater, Fl 33761                 |
| 3. Clark Keysor     | 331 La Hacienda Dr., Indian Rocks Beach, Fl 33785        |
| 4. Robert Polk      | 304 1 <sup>st</sup> Street, Indian Rocks Beach, Fl 33785 |
| 5. Rick Walker      | 14321 Passage Way, Seminole, Fl 33776                    |
| 6. Phil Beauchamp   | 706 Osceola Road, Belleair, Fl 33756                     |
| 7. Paul J. Burns    | 12525 Walsingham Road, Largo, Fl 33774                   |
| 8. Karen Baldino    | 1519 Levern St., Clearwater, Fl 33755                    |
| 9. Colin Liebe      | 13560 87 <sup>th</sup> Place, Seminole, Fl 33776         |
| 10. Dennis Fumell   | 304 1 <sup>st</sup> Street, Indian Rocks Beach, Fl 33785 |

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#### ARTICLE 9

The name and address of the incorporator is Paul J. Burns, 12525 Walsingham Road, Largo, Fl 33774.

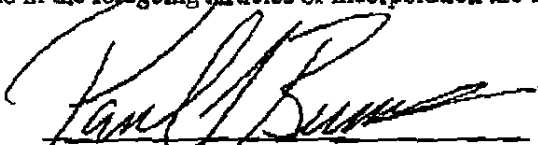
#### ARTICLE 10

The Corporation shall indemnify each Director and Officer, including former Directors and Officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the Corporation be an organization the Officers and Directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

#### ARTICLE 11

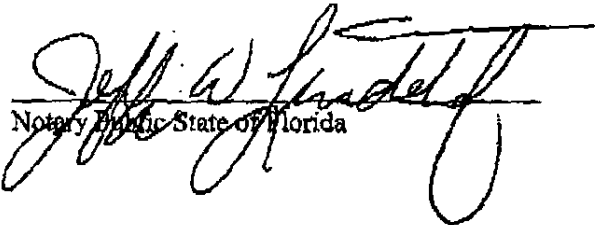
The corporation shall be deemed to commence its existence on the date of the filing of these Articles of Incorporation.

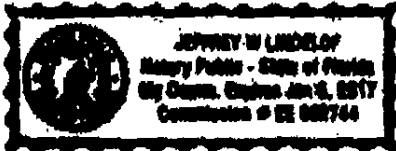
The undersigned, being the incorporators of this corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida, hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

  
PAUL J. BURNS

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of March, 2013, by PAUL J. BURNS, who is personally known to me or who has produced a Florida Drivers license as identification.

  
Notary Public State of Florida



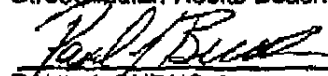
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617, Florida Statutes, the undersigned corporation organized under the not for profit corporation laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

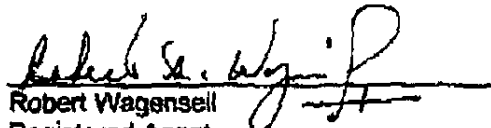
1. The name of the corporation is INDIAN ROCKS FAMILY SAILING ASSOCIATION, INC.
2. The name and address of the registered agent and office is Robert Wagenseil, 1615 1st Street, Indian Rocks Beach, FL 33785.

  
PAUL J. BURNS, Incorporator/Director  
Date: March 13, 2013

**ACCEPTANCE**

Having been named as registered agent and to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby 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.

DATED this 12<sup>th</sup> day of March, 2013.

  
Robert Wagenseil  
Registered Agent

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