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FLORIDA PROFIT/NON PROFIT CORPORATION
TAMPA WOMEN'S LACROSSE OFFICIALS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
TAMPA WOMEN'S LACROSSE OFFICIALS, INC.**

(a Florida not-for-profit corporation)

The undersigned hereby make, subscribe, acknowledge and file with the Department of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not-for-profit in accordance with the provisions of Chapter 617, Florida Statutes, as amended from time to time by the Legislature of the State of Florida, for the sole purpose of organizing a not-for-profit corporation and to that end do hereby set forth the following:

ARTICLE I
NAME AND ADDRESS

The name of the corporation shall be TAMPA WOMEN'S LACROSSE OFFICIALS, INC. (the "Corporation"). Pending any change authorized by the Corporation's Board of Directors, the Corporation's principal office and mailing address shall be 2755 Curlew Road, Lot 33, Palm Harbor, Florida 34684.

ARTICLE II
ADDRESS OF REGISTERED OFFICE

The street address of the initial registered office of this Corporation is 1801 North Highland Avenue, Tampa, Florida 33602, and the name of the registered agent of this Corporation at that address is BUSH ROSS REGISTERED AGENT SERVICES, LLC.

ARTICLE III
PURPOSE

The Corporation is organized as a business league within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, as amended (the "Code"), for purposes that include, but are not limited to, the following: (a) to advance the sport of lacrosse among women and girls in the greater Tampa Bay area by providing competent, certified women's lacrosse officials to officiate lacrosse games; (b) to promote the supervised and safe playing of the game of lacrosse among women and girls under the proper rules and regulations of lacrosse; (c) to encourage and promote the sport of lacrosse among women and girls by advancing training, scheduling, certification and organization of the officials that act as referees and stewards of the game; (d) to develop, encourage, support and maintain high standards of conduct and ethics of the officials that act as referees and stewards of the game of lacrosse; (e) to increase awareness of the game of lacrosse in an area where lacrosse has not previously had a strong presence; and (f) to provide opportunities for its members to share knowledge, experience and information regarding officiating the game of lacrosse through discussion, training, workshops and seminars.

Jamie L. Meola, Esq.
Florida Bar No.: 0059598
Bush Ross, P.A.
1801 N. Highland Avenue, Tampa, FL 33602
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The Corporation is formed as a business league, not for pecuniary profit or financial gain, but as an association of persons with common business interests and for the purpose of promoting such common business interests set forth herein in this Article III. When undertaking its activities, the Corporation shall not engage in a regular trade or business. The Corporation may receive, administer and distribute funds for the common business interests of its members, within the meaning of Section 501(c)(6) of the Code and, to that end, the Corporation is empowered to hold any property or any undivided interest therein, without limitation as to amount or value; to dispose of any such property; and to invest, reinvest or deal with the principal or the income in such manner as, in the judgment of the Board of Directors, will best promote the purpose of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the Bylaws of the Corporation or any applicable laws. Notwithstanding anything in these Articles of Incorporation, the Corporation shall not conduct or carry out any activities not permitted to be conducted or carried out by an organization exempt from federal income tax under Section 501(a) and Section 501(c)(6) of the Code and the regulations promulgated thereunder. The Corporation is not organized for pecuniary profit, nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any individual.

ARTICLE IV **MEMBERSHIP**

The Corporation shall be organized as an entity with members. The manner in which members are admitted and the rights and obligations of members of the Corporation shall be set forth in the Bylaws of the Corporation.

ARTICLE V **INCORPORATORS**

The name and address of the incorporator of this Corporation is:

Name

Address

Jamie L. Meola

1801 N. Highland Avenue
Tampa, Florida 33602

ARTICLE VI **OFFICIAL BOARD OF DIRECTORS/OFFICERS**

The powers of this Corporation shall be exercised, its properties controlled and affairs supervised by a Board of Directors, the precise number of which shall be set by the Bylaws of the Corporation, provided that there shall be a minimum of three directors at all times. Each member of the Board of Directors shall be elected in the manner and for the terms prescribed in the Bylaws and shall hold office until their respective successors are duly elected and qualified. The affairs of the Corporation shall be managed by the Board of Directors, as provided for in the Bylaws of the Corporation. Each officer shall be elected from time to time in accordance with the Bylaws, and each officer shall hold office until his or her successor is elected and qualified.

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The names and addresses of the initial Board of Directors and officers until their successors are elected and qualified are as follows:

Director & President:

Roland Doucette
2755 Curlew Road, Lot 33
Palm Harbor, Florida 34684

Director & Secretary:

Alison Hofley Burns
4905 34th Street South, No. 357
St. Petersburg, Florida 33711

Director & Treasurer:

Suzanne Doucette
2755 Curlew Road, Lot 33
Palm Harbor, Florida 34684

ARTICLE VII
AMENDMENTS

The Articles of Incorporation of this Corporation may be amended, altered or restated at any regular meeting or a special meeting of the Board of Directors by a majority vote of the Board of Directors then in office.

ARTICLE VIII
BYLAWS

Subject to any limitations set forth in the Florida Not For Profit Corporation Act, the Corporation's Bylaws shall be adopted by the Board of Directors and may be altered, amended or rescinded by the Board of Directors in a manner provided by the Bylaws.

ARTICLE IX
TERM

The term of the Corporation shall be perpetual or until dissolved by due process of law.

ARTICLE X
USE OF CORPORATE FUNDS

The property of this Corporation is irrevocably dedicated to not-for-profit purposes under the Florida Not For Profit Corporation Act, and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private individual, except that the Corporation shall be authorized and empowered

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to pay reasonable compensation for services rendered and to make payments and distributions for its specific purposes herein above set forth. Members of this Corporation shall not be personally liable for debts, liabilities or obligations of the Corporation.

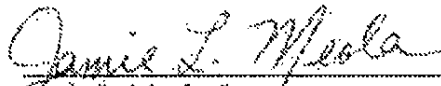
ARTICLE XI
DISTRIBUTION OF ASSETS

In the event of the dissolution of this Corporation, no funds shall be distributed, directly or indirectly, to any member, officer or director of the Corporation or any private person. After paying or making provisions for the payment of the liabilities of the Corporation, any funds remaining shall be distributed as determined by the Board of Directors in accordance with (a) the provisions of Chapter 617 of the Florida Statutes; (b) as provided for under Section 501 of the Code; and (c) the purposes for which the Corporation was organized.

ARTICLE XII
INDEMNIFICATION

Each officer, director or employee of the Corporation shall be indemnified by the Corporation against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she is made a party by reason of his or her being, or having been, an officer, director, or employee of the Corporation provided he or she acted in good faith and in a manner reasonably believed to be in, or not opposed to, the best interest of the Corporation, and had no reasonable cause to believe his or her conduct was unlawful.

IN WITNESS WHEREOF, the undersigned, being the incorporator of this Corporation, for the purpose of forming this not-for-profit corporation under the laws of the State of Florida, has executed these Articles of Incorporation on this 1st day of August, 2013.



Jamie L. Meola, Incorporator

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, we hereby accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as registered agent.

BUSH ROSS REGISTERED AGENT
SERVICES, LLC

By: 

Jamie L. Meola, Vice President