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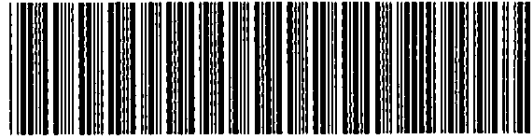
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DIVISION OF CORPORATIONS
13 AUG -7 AM 8:54

8/7/13

COVER LETTER

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

SUBJECT: Thunder Bay Volleyball Academy 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: Dr. Chrissie Budd

Name (Printed or typed)

11161 Sr. 70 East, Suite 110-126

Address

Lakewood Ranch, Florida 34202

City, State & Zip

941.567.6388

Daytime Telephone number

beyondvisions@tampabay.rr.com

E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION
A non-profit Organization
For
Thunder Bay Volleyball Academy Inc.

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DIVISION OF CORPORATIONS

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ARTICLE I
NAME

The name of this Corporation is: Thunder Bay Volleyball Academy Inc. a Florida non-profit Corporation incorporated under Chapter 617 Florida Statutes.

ARTICLE II
ADDRESS AND REGISTERED AGENT

The name of the Corporation's Registered Agent is:

Felicia Perkins
2817 Winding Trail Drive,
Valrico, Florida 33596

and

Mailing address:
P.O. Box 1113
Valrico, Florida 33595 United States

The Principal Office address is:
2406 State Road 60 East, #113
Valrico, Florida 33595 United States

and

Mailing address of the Corporation is:
P.O. Box 1113
Valrico, Florida 33595 United States

ARTICLE III
PURPOSE

Thunder Bay Volleyball Academy Inc. is organized exclusively for charitable, religious, educational, and scientific purposes as specified in Section 501(c) (3) of the Internal Revenue Code, including for such purposes, the making of distributions to Organizations that qualify as exempt Organizations under Section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future Federal Tax Code.

Notwithstanding any of the statements of purpose and powers of this Corporation contained herein, the Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the specific purposes of this Corporation.

ARTICLE IV
DURATION

The Corporation shall have perpetual duration.

ARTICLE V

LIMITATIONS/RESTRICTIONS

The Corporation is organized and operated exclusively for the purposes set forth herein.

At all times the following shall operate as conditions restricting the operations and activities of the Corporation:

1. No part of the net earnings of the Corporation shall inure to any member of the Corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or Officer 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;
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;
3. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other 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 of 1986, as now enacted or hereafter amended;
4. The Corporation shall not lend any of its assets to any Officer or Director of this Corporation (unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board Members) or guarantee to any person the payment of a loan by an Officer or Director of this Corporation;
5. The Corporation shall 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;
6. The Corporation shall 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;
7. The Corporation shall have all of the Corporate powers enumerated in the Florida General Corporation Act;
8. This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Stake Holders is subject to this reservation.

ARTICLE VI

DIRECTORS

The management and affairs of the Corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the Corporation shall be defined by statute and by the Corporation's By-laws. No Director shall have any right, title, or interest in or to any property of the Corporation.

Executive Officers

Chairman of the Board

Thomas James

9901 County Carriage Circle

Riverview, Florida 33569 United States

Vice-Chairman

Tametryce Collins
3211 Kilmer Dr.
Plant City, Florida 33566 United States

Secretary

Patty DeEsch
3430 Grassglen Pl.
Wesley Chapel, Florida 33544-7330 United States

Treasurer

Vacant at this time

Other Directors

None at this time

**ARTICLE VII
MEMBERS**

The Corporation shall not have a membership distinct from the Board of Directors.

**ARTICLE VIII
BOARD OF DIRECTORS/EXECUTIVE COMMITTEE**

The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of Directors of the Corporation shall be ten, with a minimum of three, provided, however, that the number of Directors can be changed by a By-law duly adopted pursuant to the By-laws of the Corporation as needed for the Corporation to expand its Mission and Vision.

The Board of Directors shall elect the Chairman, Vice Chair, Treasurer, Secretary, and such other Officers as the By-laws of this Corporation may authorize the Directors to elect from time to time. No Officer/Director of the Corporation shall be under the age of 18 years of age and the Board may be of international composition.

The Officers/Directors named in these Articles as the Board of Directors shall hold office until the first meeting of the Board of Directors after these Articles has been approved by the State of Florida. At that time Officers shall be elected following the procedure outlined in the By-laws of the Corporation.

The Executive Committee, being, Chairman, Vice Chair, Secretary and Treasurer will hold these offices for duration of two years. New elections will be held at each annual meeting according to the By-laws of the Corporation.

The Corporation may also have such other Officers and Directors as may be deemed necessary and all such Officers and Directors shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the By-laws or determined by resolution of the Board of Directors not inconsistent with the By-laws.

Officers/Directors shall serve for the term(s) outlined in the By-laws of the Corporation and following their election as Board Member/Officer until the qualification of their successors for their respective Board seat has been verified and filled.

ARTICLE IX QUORUM

A quorum of the Board of Directors shall consist of a majority of the number of Directors prescribed by the By-laws of the Corporation.

ARTICLE X MEETINGS OF THE BOARD OF DIRECTORS

Any action required or permitted to be taken by the Board of Directors under provisions of law may be taken without a meeting if all members of the Board individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceeding Board meeting which follows said above action. Such action by written consent will have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law relating to actions so taken must state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation and By-laws of this Corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such activity.

Regular Board Meetings shall follow the By-laws of the Corporation and may be changed in accordance with the By-laws.

ARTICLE XI EMERGENCY MEETINGS/EMERGENCY BY-LAWS

Emergency defined-An emergency exists for purposes of this section if a quorum of the Corporation's Directors cannot readily be assembled because of some catastrophic event.

Emergency By-laws authorized. The Emergency By-laws, which are subject to amendment or repeal by a quorum of the Board of Directors as stated in the By-laws, may make all provisions necessary for managing the Corporation during an emergency, including but are not limited to:

- (a) Procedures for calling a meeting of the Board of Directors;
- (b) Quorum requirements for a meeting of the Board of Directors;
- (c) Designation of additional or substitute Directors;
- (d) The need to modify lines of succession to accommodate the incapacity of any Director, Officer, Employee, or Agent; and/or;
- (e) Relocate the principal office or designate alternative principal offices or regional offices or authorize the Officers to do so.

During such an emergency, unless others specified in the Emergency Section of the By-laws, the notice of a meeting of the Board of Directors need be given only to those Directors whom it is practicable to reach and may be given in any practicable manner.

As such, one or more Officers of the Corporation present at such a meeting of the Board of Directors may be deemed to be Directors for the meeting, in order of rank and within the same rank in order of seniority, as necessary to achieve a quorum and the Director or Directors in attendance at a meeting, or any greater number affixed by the By-laws, constitute a quorum.

It is further understood that any corporate action taken in good faith during an emergency under this section to further the ordinary affairs of the Corporation:

- (a) Binds the Corporation;
- (b) May not be used to impose liability on a corporate Director, Officer, Employee, or Agent;
- (c) An Officer, Director, or Employee acting in accordance with any emergency is only liable for willful misconduct.

Effect of Non-Emergency By-laws- All provisions of the regular By-laws that are consistent with the Emergency By-law section of the regular By-laws remain effective during an emergency. The Emergency By-law sections of the By-laws are not effective after the emergency ends.

ARTICLE XII RESIGNATION OF BOARD MEMBERS

Resignation and termination of Board Members shall follow the procedures as set forth in the By-laws of this Corporation.

ARTICLE XIII AMENDED ARTICLES OF INCORPORATION

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of Members as stated in the By-laws of the Corporation for their vote in the manner now or hereafter prescribed by law, and all rights and powers conferred herein upon stake holders, Directors and Officers are subject to this reserve power. Amendments may be adopted by a vote of a quorum of Members of the Corporation.

ARTICLE XIV BY-LAWS

Subject to the limitations contained in the By-laws and any limitations set forth in Florida Statutes Chapter 617 concerning Corporation action that must be authorized or approved by the Members of the Corporation, the By-laws of this Corporation may be made, altered, rescinded, added to, or new By-laws may be adopted either by resolution of other Board of Directors or by following the procedures set forth for such action in the By-laws.

ARTICLE XV DEBT OBLIGATIONS AND PERSONAL LIABILITY

No Member, Officer or Director of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the Members, Officers or Directors be subject to the payment of the debts or obligations of this Corporation.

The property of this Corporation is irrevocably dedicated to the purposes set forth in Article III herein and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person, 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 purpose set forth in Article III herein.

ARTICLE XVI DISSOLUTION

Upon the time of dissolution of this Corporation, assets shall be distributed by the Board of Directors, 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, 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.

**ARTICLE XVII
INCORPORATOR/REGISTERED AGENT**

The name and address of the Incorporator and Registered Agent is:

Address:
Felicia Perkins
2817 Winding Trail Drive,
Valrico, Florida 33596

Mailing address:
P.O. Box 1113
Valrico, Florida 33595 United States

**ARTICLE XVIII
EFFECTIVE DATE**

The effective date of this Corporation's Articles of Incorporation will be as approved by the State of Florida.

IN WITNESS WHEREOF, as stated in these Articles of Incorporation for Thunder Bay Volleyball Academy Inc., I Felicia Perkins accept the designation and all responsibilities of being the Registered Agent for Thunder Bay Volleyball Academy Inc. and I am also the Incorporator for Thunder Bay Volleyball Academy Inc. and by my signature and date below, affirm that the facts stated herein are true. I am aware that the 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.

Felicia Perkins

Felicia Perkins (Registered Agent and Incorporator) Print

Felicia Perkins

Felicia Perkins (Registered Agent and Incorporator) Signature

Dated this 29 day of July, 2013.

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