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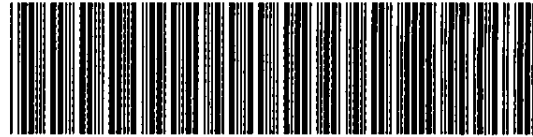
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13 NOV - 8 PM 12:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MRS  
11/12/13

## COVER LETTER

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

SUBJECT: \_\_\_\_\_

*HEARTLAND Flying Club, 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: \_\_\_\_\_

Name (Printed or typed)

Conrad S. Kulatz, Esq.  
The Trial Lawyers Building  
639 S.E. Third Ave. Ste. 400  
Fort Lauderdale, FL 33301

\_\_\_\_\_  
City, State & Zip

*954-527-0002*

Daytime Telephone number

*KCulatz@EarthLink.NET*  
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION OF  
HEARTLAND FLYING CLUB, INC.**  
(A Florida Non-Profit Corporation)

**FILED**  
**13 NOV -8 PM 12:48**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of the Corporation shall be HEARTLAND FLYING CLUB, INC.

**ARTICLE II  
BUSINESS OFFICE - REGISTERED AGENT**

The business office of this Corporation shall be located at 197 Challenger Drive, Sebring, Florida 33870. The initial Registered Agent and Registered Office of the corporation is Mohammad Faruqi 633 S.E. Third Avenue, Suite 4R, Fort Lauderdale, Florida 33301.

**ARTICLE III  
CORPORATE NATURE**

This is a nonprofit corporation, organized for the benefit of the public welfare pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

**ARTICLE IV  
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE V  
PURPOSE**

The purposes for which this Corporation is formed are as follows:

- (a) to conduct its affairs exclusively for scientific, literary, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law, to operate exclusively in any other manner for such and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, as amended, or under any corresponding provisions of any subsequent federal tax laws covering the distributions to organizations qualified as tax exempt.
- (b) for the advancement of scientific, educational, literary and any other related or corresponding public welfare purposes by the use of its funds for such purposes.
- (c) to foster national and international friendship and understanding; especially as these activities may impact and involve people in the aviation community.

## **ARTICLE VI PROHIBITED ACTIVITIES**

Notwithstanding any other provision of these Articles of Incorporation or the Bylaws, this Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by any organization that shall be exempt under section 501(c)(3) of the Internal Revenue Code and its Regulations, now existing or hereafter amended or by any organization contributions to which are deductible under Section 170(e)(2) of the Internal Revenue Code and its Regulations, now existing or hereafter amended.

## **ARTICLE VII MEMBERSHIP**

### **Section 1. Members**

Any person interested in the objects and purposes of this organization and who agrees to be bound by the Articles of Incorporation and bylaws thereof and by such rules and regulations as may from time to time be adopted by the Board of Directors of this organization is eligible for membership upon the payment of the proper club dues, as provided.

### **Section 2. Classification of Members.**

**Regular Members.** Regular Members shall be subject to all the duties and obligations of the organization and shall be required to engage actively in the various projects of the organization. They shall attend meetings regularly, be entitled to vote, hold office and sponsor new members into the organization.

### **Section 3. Duration.**

All memberships shall be of one (1) year duration and shall be required to be renewed annually in advance, for the ensuing year, by the payment of the required dues. Dues shall be payable in advance on the first day of each month.

### **Section 4. Rights of Members.**

The right of a member to vote or hold office, and all of his or her other rights and interest in the organization shall cease on the termination of his or her membership. No member shall be entitled to share in any distribution of the corporate assets upon the dissolution of this organization's corporate structure.

### **Section 5. Application and Membership.**

A prospective member shall be eligible for membership upon the presentation of a sponsored, approved application to the Board of Directors.

#### Section 6. Membership Committee.

The Membership Committee shall consist of the Board of Directors who shall be elected by the members. If a prospective member shall be sponsored by an active member of the organization, the decision of the Board of Directors to accept such prospect for membership shall be final.

#### Section 7. Resignation.

Any member may resign from the organization by delivering a written resignation to the President or Secretary.

#### Section 8. Default of Dues Obligations.

If any member shall default in the payment of dues for a period of three (3) months of the fiscal or calendar year for which such dues are payable, his or her membership shall be terminated by the Board of Directors by a two-third vote thereof, provided that written notice of such action and delinquency shall have been mailed to the member at his last known address at least fifteen (15) days prior to the date such action is taken.

#### Section 9. Reinstatement.

A member who has resigned in good standing may apply for reinstatement. Upon the approval by the Board of Directors, and the payment by such member of the current dues, he or she shall be thereupon reinstated.

#### Section 10. Termination by Board of Directors.

Upon motion duly made and seconded, a person's membership may be terminated by a majority vote of the Board of Directors at a regular or special meeting of the Board of Directors. A member may appeal the decision to terminate his or her membership to the members as a body, not later than at the next regular monthly meeting of members. The decision of the Board to terminate said membership may only be reversed by a vote of two thirds (2/3) of members present and eligible to vote. Any member whose membership is in jeopardy shall have been mailed notice of same by regular mail to his or her last known address at least fifteen (15) days prior to the date such action is taken. Notice of same shall state the place, date, time and purpose of the meeting.

### **ARTICLE VIII BOARD OF DIRECTORS**

#### Section 1. Management.

The general management of the affairs of the club shall be vested in the Officers of the club under the supervision of the Board of Directors.

## Section 2. Number of Directors.

The number of directors shall be three. The names and addresses of the initial Board of Directors are as follows:

John H. Rousch  
927 Grey Fox Ave.  
Sebring, FL 33875

Phil Lockwood  
1 Lockwood Lane  
Sebring, FL 33870

Conrad S. Kulatz - C104  
442 Hendricks Field Way  
Sebring, FL 33870

## Section 3. Election of Directors.

The Board of Directors shall be elected by the Members of the organization at the annual meeting of Members, Officers, and Directors, by a majority vote of those present.

## Section 4. Duties and Powers of Directors.

The Board of Directors shall have the authority to:

- a. hold meetings at times and places as may be deemed proper and necessary,
- b. admit, suspend or expel members,
- c. appoint committees on particular subjects from members of the board or from the membership of the organization,
- d. audit bills and disburse the funds of the organization,
- e. print and circulate documents and publish articles,
- f. carry on correspondence and communicate with other associations with the same interests,
- g. employ agents,
- h. devise and carry into execution such other measures as it deems proper and expedient to promote the objects of the club and protect the interests and welfare of the members,
- i. remove any or all of the officers of the club with due cause prior to the termination date of such office,
- j. elect substitute directors in the event any director

resigns or is removed from office prior to the termination date of his or her office,

- k. terminate the contract of any firm, individual or other entity employed by the club to perform any and all nature of services to the club.

## **ARTICLE IX OFFICERS**

### Section 1. Number.

The officers of the Corporation shall be the President, Vice President, Secretary, Treasurer, and such other officers with such powers and duties not inconsistent with these Articles as may be determined by the Board of Directors from time to time. One person may hold two offices. The initial Officers are:

John H. Rousch, President  
927 Grey Fox Ave.  
Sebring, FL 33875

Conrad S. Kulatz, Secretary  
442 Hendricks Field Way - C104  
Sebring, FL 33870

Phil Lockwood, V.P. & Treas.  
1 Lockwood Lane  
Sebring, FL 33870

### Section 2. Term of Office.

Officers shall be elected by ballot by the Members entitled to vote at the annual meeting of the Board of Directors and Members. Officers shall serve for one year.

### Section 3. Installation, Commencement of Duties.

The officers newly elected at the annual meeting shall be installed and take office at the same time as and simultaneously with the installation of the Board of Directors.

### Section 4. Nomination of Officers.

(a) The President shall appoint a Chairman and two (2) members to serve as a Nominating Committee to present a slate of candidates for each office of the club to be elected at the annual meeting.

(b) The duty of the Nominating Committee shall be to select candidates for office from among the Members believed to be best qualified for each office and to submit such names to the Board prior to the annual meeting. Any Regular or Life Member may present himself or herself to the Nominating Committee as a candidate.

Section 5. Consent to Election.

Only those persons who have signified their consent to serve if elected shall be nominated for or elected to any office.

Section 6. Multiple Offices.

Any Member may be on the ballot for more than one office and may serve in his or her capacity in two offices if so elected.

Section 7. Vacancies in Office.

Should the office of the President become vacant for any reason during his or her term of office, the First Vice President shall succeed to that office for the unexpired term thereof. Vacancies in all other elected offices shall be filled for any unexpired term by appointment by the Officers and Board of Directors.

**ARTICLE X  
SUBSCRIBERS**

The name and residence address of the Subscriber of this corporation is as follows:

Conrad S. Kulatz  
800 NE 17<sup>th</sup> Court, Apt. 802  
Fort Lauderdale, FL 33305

**ARTICLE XI  
BYLAW OR CHARTER AMENDMENT**

The Bylaws or the Articles of Incorporation of this Corporation may be lawfully amended, repealed or altered in whole or in part by a majority vote at any duly organized meeting of the Members and Directors at which a quorum shall be present.

Upon approval and ratification of such amendment to the Bylaws or Charter of the Corporation as above set forth, the Bylaw Committee shall thereupon proceed to prepare such amendment and see to the filing of any document with the proper government authority.

**ARTICLE XII  
PARLIAMENTARY AUTHORITY**

The Rules contained in Roberts Rules of Order as Revised shall govern the Board of Directors, Officers, Chairmen of various Committees, and the Members in all cases to which they are applicable.

**ARTICLE XIII  
FISCAL YEAR**

The Fiscal Year of the Corporation shall commence on the first day of January, and terminate on the thirty first day of December of each calendar year.

**ARTICLE XIV  
SEAL**

The Corporation shall have a seal of such design as may be approved by the Board of Directors.

**ARTICLE XV  
DISTRIBUTION OF ASSETS**

Upon dissolution, liquidation and winding up of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, and to such organization or organizations organized and operated exclusively for the purposes set out in Article V of these Articles, as shall at the time qualify as an exempt organization under Section 501 (c)(3) of the Internal Revenue Code of 1954 as amended, as the Board of Directors may determine. Any assets not so disposed of shall be disposed of by a Court of competent jurisdiction in 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.

**ARTICLE XVI  
SHARE CERTIFICATES**

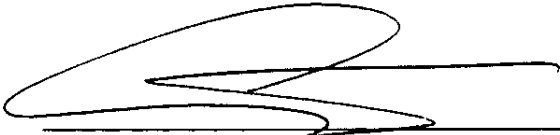
The corporation shall issue no share certificates.

**ARTICLE XVII  
INDEMNIFICATION**

The corporation is be empowered to indemnify any officer or director, or any former officer or director, by a majority vote of a quorum of Directors, in the manner provided in Section 607.014 of the Florida Statutes, as amended. If such indemnifications is authorized by the directors or Members, expenses incurred in defending such civil or criminal action, suit or proceeding may be paid by the corporation in advance of the final disposition of such action, suit or proceeding in the manner described in Subsection 5 of Section 607.014 of the Florida Statutes, as amended.

**THE UNDERSIGNED**, being the subscriber and incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 5th day of October, 2013. 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 F.S. Sect. 817.155.




Conrad S. Kulatz, Subscriber

State of Florida )  
County of Broward)

### ACKNOWLEDGMENT

The foregoing instrument was acknowledged before me this 5th day of November, 2013 by Conrad S. Kulatz, subscriber herein, who is personally known to me.

My Commission Expires:

  
Notary Public

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature of Registered Agent  
Mohammad A. Faruqi  
633 S.E. Third Avenue, Suite 4R  
Fort Lauderdale, FL 33301

Date: November 5, 2013

FILED  
13 NOV -8 AM 12:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA