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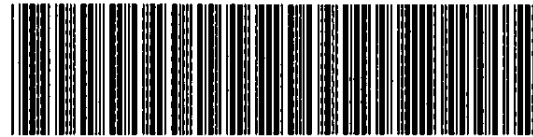
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December 17, 2013

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

Re: Jim Crews Playground Foundation, Inc.

Gentlemen:

Enclosed please find the original and one copy of the proposed Articles of Incorporation for Jim Crews Playground Foundation, Inc., a Florida non-profit corporation. Please approve and file the original, file stamp the copy and return it to us along with the charter number.

Also enclosed please find a money order for your charges as follows:

Filing fee for Articles of Incorporation	\$ 35.00
Filing Registered Agent's Certificate	<u>35.00</u>
<b>Total</b>	<b><u>\$ 70.00</u></b>

If you have any questions or if anything further is required, please contact me.

Sincerely yours,

*Danielle L. Brewer*

Danielle L. Brewer

DLB/tw  
Enc.

**ARTICLES OF INCORPORATION  
OF  
JIM CREWS PLAYGROUND FOUNDATION, INC.**

(a Florida non-profit corporation)

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a non-profit corporation under the laws of the State of Florida.

13 DEC 19 PM 2:27  
CLERK OF THE CIRCUIT COURT  
ARCADIA, FLORIDA

**ARTICLE I. NAME**

The name of this corporation is **JIM CREWS PLAYGROUND FOUNDATION, INC.**

**ARTICLE II. PURPOSES AND POWERS**

The purposes and powers of the corporation are:

(a) To fund, create, expand, and maintain a community playground, in memory of Jim Crews, in Arcadia, Florida, for the citizens of Arcadia, Florida, and through the support of the community and surrounding communities.

(b) To own, rent, lease, operate and maintain sufficient real and personal property to carry out the purposes herein above expressed.

(c) To contract debts and to borrow money, to issue notes and other evidences of indebtedness.

(d) To do everything necessary, proper, advisable, or convenient for the accomplishment of the purposes or powers set forth in this article, and to do all other things incidental thereto or connected therewith, which are not forbidden by law or these articles of incorporation.

(e) To carry out any of the purposes or powers set forth in this article in any state, territory, district, or possession of the United States of America, or in any foreign country, to the extent that such purposes are not forbidden by the law of such place.

(f) Notwithstanding any other provision herein, this corporation is organized exclusively for charitable purposes and will not carry on any activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the United States Internal Revenue Code, as amended from time to time, (b) a corporation contributions to which are deductible under Section 170(c)(2) of the United States Internal Revenue Code, as amended. This corporation shall not engage in the prohibited activities or the accumulation of income set forth in Section 508(e) or any other section of the United States Internal Revenue Code, as amended. This corporation shall not be involved in prohibited financial transactions with disqualified persons (acts of self dealing) per restrictions set forth in Section 494 and other provisions of the United States Internal Revenue Code, as amended.

(g) The funds to carry out the purposes of the corporation shall be obtained through donations and any and all means permitted under law.

### **ARTICLE III. NON-STOCK CORPORATION**

The corporation shall issue no stock and no dividends or pecuniary profits shall be declared or paid to the members hereof.

### **ARTICLE IV. TERM OF EXISTENCE**

The corporation is to exist perpetually and be effective as of the date of filing of these Articles.

### **ARTICLE V. ADDRESS**

The street address of the principal office of the corporation in the State of Florida is 400 N. Brevard Avenue, Arcadia, Florida 34266. The Board of Directors may from time to time move the principal office to any other address in Florida, and may establish branch offices in such other place or places as may be designated by the Board of Directors.

### **ARTICLE VI. OFFICERS**

The officers of this corporation shall consist of a President, Vice President, Secretary, and Treasurer. These officers shall manage the affairs of the corporation and shall be elected by the Board of Directors as stated in the By-Laws of the corporation. Such officers may be members of the Board of Directors. Such officers shall serve for two (2) year terms, at the will of the Board of Directors, and may succeed themselves for an unlimited number of two (2) year terms. The initial officers are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
James W. "Jake" Crews, IV	106 E. Main Street Wauchula, Florida 33873	President
Celia P. Bateman	7802 SE Parker Drive Arcadia, Florida 34266	Vice President
Ashley N. Utter	8375 NW Lily Avenue Arcadia, Florida 34266	Secretary
Patricia M. Backer	400 N. Brevard Avenue Arcadia, Florida 34266	Treasurer

## **ARTICLE VII. DIRECTORS**

The corporation shall be managed by a board of not less than five (5) directors. The Directors shall be elected as stated in the By-Laws of the corporation. The initial Directors who are to serve until they resign or are removed are as follows:

Celia P. Bateman  
7802 SE Parker Drive  
Arcadia, Florida 34266

Patricia M. Backer  
400 N. Brevard Avenue  
Arcadia, Florida 34266

Danielle L. Brewer  
401 Dal Hall Boulevard  
Lake Placid, Florida 33852

James W. "Jake" Crews, IV  
106 E. Main Street  
Wauchula, Florida 33873

Ashley N. Utter  
8375 NW Lily Avenue  
Arcadia, Florida 34266

## **ARTICLE VIII. INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation are Patricia M. Backer, 400 N. Brevard Avenue, Arcadia, Florida 34266.

## **ARTICLE IX. AMENDMENT**

These articles may be amended by a majority vote of the Directors.

## **ARTICLE X. NON-PROFIT CHARACTER**

1. Said corporation is organized exclusively for charitable purposes, 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 corresponding section of any future federal tax code.

2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other 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 the purpose clause hereof. 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 publishing or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

3. 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 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 disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the organization 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 tax exempt purposes.

#### ARTICLE XI. BY-LAWS

The By-Laws of this corporation shall be adopted by the incorporators at the first incorporator's meeting and may be altered, amended or repealed by the Directors.


#### ARTICLE XII. MEMBERSHIP

The initial membership of this corporation shall be the persons who shall also constitute the Board of Directors. Additional members may be selected by the Board of Directors from persons showing a genuine interest in the general and specific purposes of the corporation.

#### ARTICLE XIII. REGISTERED OFFICE AND REGISTERED AGENT


The corporation hereby designates as its registered office 401 Dal Hall Boulevard, Lake Placid, Florida 33852, and its registered agent, Danielle L. Brewer, who is located at the same address for service of process.

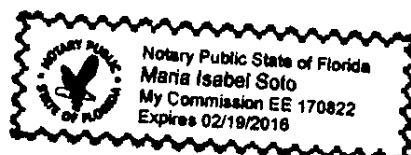
**IN WITNESS WHEREOF**, the undersigned subscriber has hereunto set my hand and seal this 13th day of December, 2013, for the purpose of forming this non-profit corporation under the laws of the State of Florida, and hereby make and file in the office of the Secretary of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

  
Patricia M. Backer

STATE OF FLORIDA  
COUNTY OF Desoto

The foregoing instrument was acknowledged before me this 13th day of December, 2013, by **Patricia M. Backer**, who is personally known to me or who has produced \_\_\_\_\_ as identification.

  
Notary Public, State of Florida at Large  
(affix notarial seal)



Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

A handwritten signature in black ink, appearing to read "Brewer", written over a horizontal line.

Danielle L. Brewer  
Registered Agent

13 DEC 19 PM 12:27  
SECRETARY OF STATE  
ALLAHABAD, FLORIDA