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SECRETARY OF STAIL

COVER LETTER

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

SUBJECT:	SOUTH SUMTER HIGH SCHOOL BAND BOOSTERS, INC.
	(PROPOSED CORPORATE NAME – <u>MUST INCLUDE SUFFIX</u>)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

□ \$70.00
Filing Fee
Filing Fee & Certificate of Status

□ \$78.75
Filing Fee & Filing Fee, & Certified Copy & Certified Copy & Certificate

ADDITIONAL COPY REQUIRED

P.O. Box 874

Address

Bushnell, FL 33513

City, State & Zip

352/603-1277

Daytime Telephone number

rwlbushnell@yahoo.com

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 SOUTH SUMTER HIGH SCHOOL BAND BOOSTERS, INC. (A NON-PROFIT CORPORATION)

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a non-profit Corporation under Chapter 617 of the Florida Statutes.

ARTICLE I - NAME

The name of the Corporation is **SOUTH SUMTER HIGH SCHOOL BAND BOOSTERS, INC.** (hereinafter "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this corporation is 907 N. West St., Bushnell, Florida 33513, and its mailing address is Post Office Box 874, Bushnell, Florida 33513.

ARTICLE III – PURPOSE

The corporation is organized exclusively to engage in those activities that support and promote the programs of the South Sumter High School Band and the best interests of the students enrolled therein with the primary focus on meeting the needs of the South Sumter High School Band. Said Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV - DIRECTORS

The Directors of the Corporation shall be elected by a majority vote of the Members of the Corporation. The initial Directors of the Corporation shall be:

LYNN BURRIS P.O. Box 874, Bushnell, FL 33513
SHANNA CARLTON P.O. Box 874, Bushnell, FL 33513
ROBERT W. LAWLER P.O. Box 874, Bushnell, FL 33513

ARTICLE V - OFFICERS

The Officers shall be elected by a majority vote of the Members of the Corporation. The initial Officers the Corporation shall be:

President: LYNN BURRIS P.O. Box 874, Bushnell, FL 33513
Vice President: SHANNA CARLTON P.O. Box 874, Bushnell, FL 33513
Secretary: SHERI MILAM P.O. Box 874, Bushnell, FL 33513
Treasurer: ROBERT W. LAWLER P.O. Box 874, Bushnell, FL 33513

ARTICLE VI - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is 907 Webster Street, Leesburg, Florida 34748. The name of the registered agent of this Corporation is **CHARLES D. JOHNSON**, Esquire.

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator of this Corporation is **ROBERT W. LAWLER** whose address shall be the same as the principal office of the Corporation.

ARTICLE VIII - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE IX - CAPITAL STOCK

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE X - QUALIFICATIONS OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By-Laws of the Corporation.

ARTICLE XI – VOTING RIGHTS

Members of the Corporation will have such voting rights as are provided in the By-Laws of the Corporation.

ARTICLE_XII - PROHIBITIONS

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 Article III hereof. No substantial part of the activities of the Corporation shall be the 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 or in opposition to 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 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.

ARTICLE XIII - LIABILITIES FOR DEBTS

Neither the member nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

ARTICLE XIV - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XV - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members' meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XVI - INDEMNIFICATION

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee, or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All reference in these Articles of Incorporation are deemed to include any amendment or successor thereof. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

ARTICLE XVII - DISSOLUTION

Upon 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 public purpose. Any such assets not so disposed of shall be disposed of by 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 for such purposes.

IN WITNESS WHEREOF, I have hereunto set my hand and seal acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 18th day of Frebruary, 2014

ROBERT W. LAWLER

SECRETARY OF STATE ON ON OF CORPORATIONS

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent, in

the State of Florida.

- 1. The name of the corporation is: SOUTH SUMTER HIGH SCHOOL BAND BOOSTERS, INC.
- 2. The name and address of the registered agent and office is:

CHARLES D. JOHNSON, ESQUIRE 907 WEBSTER STREET LEESBURG, FLORIDA 34748

Robert W. Lawler

TITLE: Member, Treasurer

DATE 2/19/14

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND 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.

SIGNATURE Charles D. Johnson, Registered Agent

DATE 2-18-2017

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 S817.155, F.S.

Robert W. Lawler, Incorporator

DATE

ROBERT W. Lawler, Incorporator