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Florida Department of State  
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**FLORIDA PROFIT/NON PROFIT CORPORATION  
OLDSMAR FLORIDA ROTARY CHARITIES**

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HARMONY J. WIDMAN

\* Certified Arbitrator  
† Member Multi-Million Dollar Advocates Forum  
▲ Board Certified Criminal Trial Attorney  
◆ Florida Supreme Court Certified Circuit Court Mediator  
✓ AV Rated Attorney

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October 1, 2014

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Telephone (727) 771-8900

ED SUAREZ  
Of Counsel

MARIA ARONSON SCHERER  
Of Counsel

TRANSMITTAL BY FAX



State of Florida  
Division of Corporations  
Attention: Jessica A. Fason  
Regulatory Specialist II

RE: OLDSMAR FLORIDA ROTARY CHARITIES, INC.  
Ref: W14000059635  
Letter Number: 314A00020895

Dear Ms. Fason:

Please find attached the revised Articles of Incorporation with regard to the above.

Please call with any questions and/or concerns to same.

Thank you for your cooperation in this matter.

Very truly yours,

Lisa Shuman  
Legal Assistant to,  
Harmony Widman, Esquire

LS  
Enclosures

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September 30, 2014

FLORIDA DEPARTMENT OF STATE

Division of Corporations  
MCFARLAND, GOULD, LYONS, SULLIVAN & HOGAN, P.A.

SUBJECT: OLDSMAR FLORIDA ROTARY CHARITIES, INC.  
REF: W14000059635

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Jessica A Fason  
Regulatory Specialist II

FAX Aud. #: H14000224801  
Letter Number: 314A00020895

ARTICLES OF INCORPORATION  
OF  
OLDSMAR FLORIDA ROTARY CHARITIES, INC.

The undersigned incorporator/subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby forms a not-for-profit corporation under the laws of the State of Florida, Chapter 617.

ARTICLE I. NAME

The name and the principal and mailing addresses of the corporation shall be:

OLDSMAR FLORIDA ROTARY CHARITIES, INC.

Principal address: 311 South Missouri Avenue, Clearwater, FL 33756

Mailing address: P.O. Box 1372, Oldsmar, FL 34677

ARTICLE II. PURPOSE

The general purpose of the corporation shall be to operate exclusively for charitable purposes to help raise awareness and support local students and other non-profits in the community. In addition to all terms as defined within Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, as well as any other exempt purposes described in Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.

ARTICLE III. General Scope of Activity

The corporation shall be a corporation not-for-profit, and no part of the income is distributable to its members, directors, or officers. The corporation is organized and shall be operated exclusively for the above-described purposes, no part of the net earnings of which shall inure to the benefit of any private individual, no substantial part of the activities of which shall be carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, this corporation will not carry on any 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 1954, as amended, or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, as amended.

#### ARTICLE IV. MEMBERS

The qualifications of members and the manner of their admission shall be determined from time to time as needed or required by the Board of Directors in accordance with the By-Laws, these Articles of Incorporation, and with any applicable laws of the State of Florida or the United States of America, upon an applicant submitting an application and dues for membership and approval by the Board of Directors.

#### ARTICLE V. DURATION OF EXISTENCE & EFFECTIVE DATE

This corporation is to have perpetual existence and shall become effective at 12:01 A.M., on the date its Charter is granted.

#### ARTICLE VI. ADDRESS

The street address of the initial registered office of the Corporation in the State of Florida shall be:

311 SOUTH MISSOURI AVENUE  
CLEARWATER, FL 33756

and the name of its initial Registered Agent at such address is:

HARMONY J. WIDMAN, ESQUIRE

The corporation may have and establish offices, conduct business and promote its objectives within any part of the State of Florida, or in any state, District of Columbia,

and Territories and colonies of the United States and in foreign countries, as the Directors may designate.

#### ARTICLE VII. DIRECTORS

The Board of Directors shall consist of not less than three (3) nor more than fifteen (15) persons, elected by the membership at the annual membership meeting. The initial members of the Board of Directors, who shall serve until the first annual meeting of the membership shall be:

NAME	ADDRESS
TERESA C. CONTE	751 Marjon Avenue Dunedin, FL 34698
JULIE BOWYER	6917 300 <sup>th</sup> Avenue North Clearwater, FL 33761
HEIP TANG	2725 Meadowood Drive New Port Richey, FL 34655
KENNETH DYE	3974 Tampa Road Oldsmar, FL 34677
KIM ELLENOR	29570 US 19 North Clearwater, FL 33761

Vacancies in the initial Board of Directors occurring before the first election shall be filled by the remaining Directors in office even though they may not constitute a quorum.

#### ARTICLE VIII. OFFICERS

The corporation shall be managed by a President, a Vice President, a Secretary and a Treasurer.

The following persons shall serve as Officers until the organizational meeting of the Board of Directors and shall hold the following offices:

President: JULIE BOWYER  
Vice President: HEIP TANG  
Secretary: KENNETH DYE  
Treasurer: KIM ELLENOR

The duties of each Officer shall be determined from time to time by the By-Laws and by the Board of Directors.

#### ARTICLE IX. SUBSCRIBER

The name and street address of the sole incorporator of this Corporation is as follows:

TERESA C. CONTE

#### ARTICLE X. BY-LAWS

The initial By-Laws of the corporation shall be established and adopted by the corporation by unanimous agreement of the corporation's first Board of Directors. Thereafter, the By-Laws of the corporation are to be made, altered or rescinded by a two-thirds (2/3) majority of the Board of Directors, subject to the approval of a majority of the membership present and voting at a duly called meeting of the membership.

The By-Laws of the corporation, among other matters, shall set forth the requirements for membership, and the requirement for a meeting of the membership of the corporation to conduct such business as is necessary to be conducted in a meeting of the membership of the corporation.

#### ARTICLE XI. AMENDMENTS

An Amendment to these Articles may be proposed by the Board of Directors or a member. Amendment shall be adopted by the Board of Directors by an affirmative vote of at least two-thirds (2/3) of the Directors present and voting at a meeting at which a quorum is present.

#### ARTICLE XII. MEMBERS' MEETINGS

No act of the members shall be valid unless taken at a meeting of members after notice as prescribed by the By-Laws of the Corporation.

#### ARTICLE XIII. SEAL

The seal of the Corporation shall be a circulate impression with the name around the border and "Florida Seal, 2014" in the center.

#### ARTICLE XIV. Distribution on Dissolution or Liquidation

In the event of the liquidation or dissolution of the corporation, whether voluntary or involuntary, no Officer, Director or member shall be entitled to any distribution or division of its remaining property or to its proceeds, and the residual assets of the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed, subject to the Order of any Court of competent jurisdiction, exclusively for purposes within the intendment of Internal Revenue Code Sections 501(c)(3) and 170(c)(2) and the regulations thereunder as the same now exist or as they may be hereafter amended from time to time, to one or more organizations which are exempt as organizations described in said Sections 501(c)(3) with purposes consistent with the purposes of this corporation as set forth in Article II herein.

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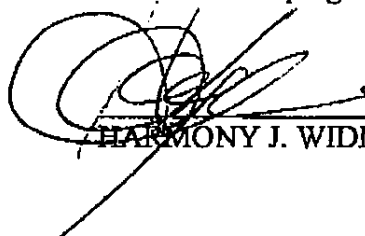
IN WITNESS WHEREOF, I, the undersigned, as the sole incorporator of the above-named Not-For-Profit Corporation, do hereby subscribe and acknowledge the execution of the same on this 24<sup>th</sup> day of September, 2014.

Teresa C. Conte  
TERESA C. CONTE, Incorporator

FILED  
14 OCT -1 PM 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT OF REGISTERED AGENT

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

  
HARMONY J. WIDMAN, Registered Agent