

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION  
WPO FLORIDA SUN COAST, INC.

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**ARTICLES OF INCORPORATION  
OF  
WPO FLORIDA SUN COAST, INC.**

**A Corporation Not for Profit  
Under Chapter 617 of the Florida Statutes**

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In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, I hereby make, adopt, and subscribe the following Articles of Incorporation:

**I.  
NAME OF CORPORATION**

The name of this corporation shall be:

WPO Florida Sun Coast, Inc.

The principal address and the mailing address of the corporation shall be:

340 South Palm Avenue, Unit 82  
Sarasota, Florida 34236

**II.  
PURPOSE OF CORPORATION**

The purposes for which the corporation is organized are exclusively within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986 or the corresponding section of any United States Internal Revenue Law (the "Code"). Specifically, the corporation is organized to facilitate the exchange of ideas, experiences, and practices pertaining to the challenges of business management. Dues from members will constitute the primary source of support for the corporation. The corporation is an affiliate of the World Presidents' Organization ("WPO"), a non-profit organization recognized as exempt under Section 501(c)(6) of the Code.

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its directors, officers, members, or other private individuals, 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 the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 provisions of this document, 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)(6) of the Code.

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**III.  
BOARD OF DIRECTORS**

The affairs of the corporation shall be managed by a board of directors consisting of not less than three (3) persons, as determined pursuant to provisions of the Bylaws. The method of election of directors shall be as stated in the Bylaws.

**IV.  
INITIAL OFFICERS AND DIRECTORS**

The names and addresses of the initial officers and directors of the corporation are as follows:

Samuel Samelson 340 South Palm Avenue, Unit 82 Sarasota, Florida 34236	-	Director and President
Steven B. Stein 1233 N. Gulfstream Avenue, Unit 1001 Sarasota, Florida 34236	-	Director, Secretary, and Treasurer
Stephen M. Huse 101 N. Warbler Lane Sarasota, Florida 34236	-	Director
Barry Alpert 239 Bath Club Blvd. N. North Redington Beach, Florida 33708	-	Director
Van Carlisle 5131 Jungle Plum Rd. Sarasota, Florida 34242	-	Director
Dick Riveria 401 South Palm Ave. Sarasota, Florida 34236	-	Director

**V.  
CORPORATE EXISTENCE**

The existence of this corporation shall be perpetual, unless dissolved according to law. Distributions upon the dissolution of the corporation shall be made according to the terms set forth in Article XI.

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**VI.  
BYLAWS**

The first board of directors of the corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended, or rescinded by the directors in the manner provided by such Bylaws.

**VII.  
REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 200 South Orange Avenue, Sarasota, Florida 34236 and the name of the initial registered agent of this corporation at that address is Cross Street Corporate Services, LLC.

**VIII.  
INCORPORATOR**

The name and address of the Incorporator to these Articles of Incorporation is Samuel Samelson, 340 S. Palm Avenue, Unit 82, Sarasota, Florida 34236.

**IX.  
MEMBERS**

The qualification for members and the manner of their admission shall be as stated in the Bylaws.

**X.  
COMMITTEES**

The corporation may establish such committees as may be necessary to efficiently carry out the general purposes and activities of the corporation.

**XI.  
DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the corporation, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for one or more exempt purposes within the meaning of Section 501(c)(6) of the Code, including but not limited to another organization affiliated with World President's Organization that is recognized as exempt under Section 501(c)(6) of the 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 the Circuit Court of

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the county in which the principal office of the corporation is then located, exclusively for the aforementioned purposes.

**XII.  
AMENDMENT**

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 19<sup>th</sup> day of December 2014.

  
\_\_\_\_\_  
Samuel Samelson  
Incorporator

**ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT**

The undersigned hereby consents to the appointment as Registered Agent of WPO Florida Sun Coast, Inc., a Florida not-for-profit corporation, to accept service of process upon said corporation in this state. The undersigned is familiar with, and accepts, the obligations of this position.

Cross Street Corporate Services, LLC,  
a Florida limited liability company

By: 

\_\_\_\_\_  
Susan B. Hecker  
As a Vice President

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