

12/21/2016

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

Bayshore Project, Inc.

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T. SCOTT

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**ARTICLES OF INCORPORATION
OF
BAYSHORE PROJECT, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act (Chapter 617, Florida Statutes) (the "Act"), submits the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation (the "Corporation") is Bayshore Project, Inc.

ARTICLE II - ADDRESS

The street address of the initial principal office and the mailing address of the Corporation is 3209 W. San Pedro St., Tampa, Florida 33629.

ARTICLE III - REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the Corporation is 101 East Kennedy Boulevard, Suite 3700, Tampa, Florida 33602. The name of the initial registered agent of the Corporation at that address is John C. Connery, Jr.

ARTICLE IV - INCORPORATOR

The name and address of the incorporator is as follows:

John C. Connery, Jr.
3209 W. San Pedro St.
Tampa, Florida 33629

ARTICLE V - PURPOSES

The Corporation is organized and shall be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (as further amended, and any corresponding provisions of any similar law subsequently enacted, the "Code"). Within the scope of the foregoing, the Corporation is specifically organized: (i) through running, clinics, and charitable activities, to promote the health and education of children within the Tampa Bay metropolitan area, and (ii) to engage in such other activities as are necessary, appropriate, or convenient to the furtherance of the foregoing stated purposes and permitted under the laws of Florida and the United States.

ARTICLE VI - DIRECTORS

The number of directors constituting the board of directors of the Corporation and the method of election of the directors shall be as provided in the Bylaws.

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SECRETARY OF STATE
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The names and addresses of the individuals who are to serve as the initial directors are as follows:

Michael A. Bedke
817 S. Roxmere Rd.
Tampa, Florida 33609

John C. Connery, Jr.
3209 W. San Pedro St.
Tampa, Florida 33629

Matthew Markowski
2422 W. Sunset Dr.
Tampa, Florida 33629

Clay O. Thomas
2416 W. Prospect Road
Tampa, Florida 33629

ARTICLE VII – PROHIBITED ACTIVITIES

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the directors or officers of the Corporation, or to any other private persons, except that the Corporation shall be authorized and empowered (i) to pay reasonable compensation for services rendered to the Corporation and (ii) to make payments and distributions to persons who are qualified to receive same in furtherance of the Corporation's purposes as set forth herein.

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 any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Code or by an organization contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE VIII – DISSOLUTION

In the event of the dissolution of the Corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation by transferring such assets to one or more other organizations exempt from federal income taxation under Section 501(c)(3) of the Code, as the board of directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively

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for such purposes, or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

ARTICLE IX – MEMBERSHIP

The membership of the Corporation shall be limited to the members of the board of directors and such other persons, if any, as may be designated in the Bylaws.

ARTICLE X – BYLAWS

The board of directors of the Corporation shall have the exclusive power to adopt, amend and repeal the bylaws of the Corporation, as more fully provided in the bylaws.

* * *

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of this 21st day of December, 2016.



John C. Connery, Jr.

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

I, John C. Connery, Jr., having been named as registered agent to accept service of process for the Corporation at the place designated above, certify that I am familiar with and accept the obligations of the registered agent and agree to act in that capacity.



John C. Connery, Jr.