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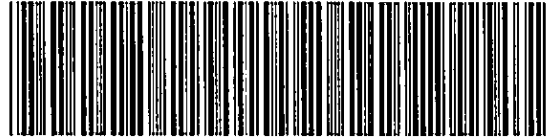
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. PAGE
APR 05 2018

COVER LETTER

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

SUBJECT: THE HAGERTY HIGH SCHOOL JROTC BOOSTER CLUB, INC.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

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

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: KARL A BURGUNDER

Name (Printed or typed)

1490 SWANSON DRIVE, STE 200

Address

OVIEDO, FL 32765

City, State & Zip

407-366-3555

Daytime Telephone number

karl@cfbizlaw.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
THE HAGERTY HIGH SCHOOL JROTC BOOSTER CLUB, INC.
(A Florida Corporation Not for Profit)

The undersigned, acting as incorporator of a corporation under Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is: THE HAGERTY HIGH SCHOOL JROTC BOOSTER CLUB, INC. (hereinafter referred to as the "Corporation.")

ARTICLE II – CORPORATE NATURE

The Corporation is a corporation not for profit organized pursuant to the Florida Not For Profit Corporation Act set forth in Chapter 617, Florida Statutes.

ARTICLE III - PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is 3225 Lockwood Blvd., Oviedo, FL 32765.

ARTICLE IV – REGISTERED OFFICE AND AGENT

The registered office of this Corporation shall be located at: 1490 Swanson Drive, Suite 200, Oviedo, FL 32765 and the initial registered agent of the Corporation at that address is Karl A. Burgunder. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

ARTICLE V – DURATION

The commencement of the existence of the Corporation shall be upon the execution of these Articles, and the period of duration of the Corporation is perpetual unless dissolved according to law. The Board of Directors are authorized to ratify and affirm all pre-incorporation activities of the Corporation.

ARTICLE VI - BYLAWS

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TALLAHASSEE, FLORIDA

Except as otherwise provided by law, the power to adopt, alter, amend or repeal the bylaws of the Corporation shall be vested in the Board of Directors.

ARTICLE VII – MANAGEMENT

1. BOARD OF DIRECTORS. All power and authority of the Corporation shall be invested in and exercised by its Boards of Directors, which shall manage and direct the affairs of the Corporation in accordance with applicable law and as provided in the bylaws of the Corporation. The initial numbers of directors of the Corporation shall be five, but shall always consist of at least three persons. The number and method of selection of Directors shall be as stated in the bylaws of the Corporation. The voting and other rights of the members of the Board of Directors shall be as provided in the bylaws of the Corporation. The initial directors of the Corporation, and their addresses, are:

Rebecca Charette, 3225 Lockwood Boulevard Oviedo, FL 32765
Laura Dauber, 3225 Lockwood Boulevard Oviedo, FL 32765
Michelle Jewett, 3225 Lockwood Boulevard Oviedo, FL 32765
Kara Glasco, 3225 Lockwood Boulevard Oviedo, FL 32765
Diana Berkey, 3225 Lockwood Boulevard Oviedo, FL 32765

2. OFFICERS. The day to day business of the Booster Club shall be carried out by its officers. Officers shall consist of President, one or more Vice Presidents, Secretary, and Treasurer. Officers shall be selected by the members pursuant to the bylaws, but shall report to the Board of Directors. The terms, duties, responsibilities and authority of the officers shall be as set forth in the bylaws. The initial officers of the Corporation are:

Rebecca Charette, President
Laura Dauber, Vice-President
Michelle Jewett, Vice-President
Kara Glasco, Treasurer
Diana Berkey, Secretary

ARTICLE VIII – INCORPORATOR

The name and address of the incorporator of the Corporation is: Rebecca Charette, 3225 Lockwood Blvd., Oviedo, FL 32765.

ARTICLE IX - CORPORATE PURPOSES

The purposes for which this Corporation is formed are exclusively charitable, literary, educational and scientific, and consist of the following:

1. This Corporation is formed exclusively for charitable, literary, scientific and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue

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law, 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 the corresponding section of any future federal tax code.

2. To aid, support, and assist by gifts, contributions, or otherwise, the Hagerty High School JROTC program, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, literary, scientific or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

3. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

4. All the foregoing purposes shall be exercised exclusively for charitable, literary, scientific and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE X – I.R.C.§501(c)(3) LIMITATIONS

1. CORPORATE PURPOSES: Notwithstanding any other provision of these articles, this Corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

2. NO PRIVATE INUREMENT: The Corporation is not organized, nor shall it be operated for, the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, if any, or to any individual, except as reasonable compensation for services performed in carrying out the Corporation's charitable, literary, scientific and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to its stated purposes no part of which shall inure to the benefit of any individual.

3. LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

4. **DISSOLUTION:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes, 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 a 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 exclusively for such purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of a Court of competent jurisdiction of the county in which the principal office of the Corporation is then located, upon petition thereof by a duly authorized officer of the State of Florida or by any person concerned in the liquidation.

5. **"PRIVATE FOUNDATION" PROVISIONS:** In the event this Corporation is determined to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

- a.) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- b.) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- c.) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- d.) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- e.) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE XI – POWERS

The Corporation shall have all of the powers, privileges, rights, and immunities necessary or convenient for carrying out the purposes set forth in Article IX, and all of the benefits, rights, and powers created, given, extended or conferred now or hereafter, by the provisions of all applicable laws of the State of Florida pertaining to corporations not for profit, including and

additions or amendments thereto. Without limiting the generality of the foregoing, the corporation is empowered:

1. To acquire, own, maintain and use its assets for the purposes set forth in Article IX;
2. To buy, own, sell, convey, assign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of its purposes set forth in Article ix;
3. To borrow money and issue evidence of indebtedness in furtherance of any or all its purposes set forth in Article IX, and to secure the same by mortgage, pledge or other lien on the Corporation's property;
4. To raise funds by any legal means for the accomplishment of its purposes set forth in Article IX; and
5. To do and perform all acts reasonably necessary to accomplish its purposes set forth in Article IX.

ARTICLE XII – INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors of administrators) may be entitled apart from this Article.

ARTICLE XIII - AMENDMENT

This Corporation, by its Board of Directors, reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in the manner prescribed in the bylaws, and right conferred upon the members is subject to this reservation.

ARTICLE XIV - MISCELLANEOUS

1. No corporate seal. Unless subsequently adopted by the Board of Directors, the Corporation shall not have an official corporate seal.

2. The provisions of these Articles of Incorporation shall control of any conflicting provision of the Corporation's bylaws.

ARTICLE XV - EXECUTION

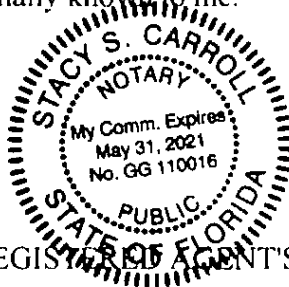
These Articles of Incorporation are hereby executed by the undersigned sole incorporator on March 28, 2018.

Rebecca Charette
Rebecca Charette

STATE OF FLORIDA }
COUNTY OF SEMINOLE }

Acknowledged before me on 3/28/2018, 2018 by Rebecca Charette, who [indicate] FLORIDA DIVISION produced FLORIDA DIVISION as identification, or _____ who is personally known to me.

[SEAL]



Stacy S. Carroll
Notary Public, State of Florida

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

Having been named as registered agent to accept service of process for THE HAGERTY HIGH SCHOOL JROTC BOOSTER CLUB, INC., a Florida not for profit corporation at the place designated in the foregoing Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of the duties of registered agent.

Karl A. Burgunder
Karl A. Burgunder
Karl A. Burgunder, Attorney at Law, P.L.
1490 Swanson Drive, Suite 200
Oviedo, FL 32765

03/28/2018
Date

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