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TALLAHASSEE, FLORIDA

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COVER LETTER

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

SUBJECT: Plantation LADIES 18 HOLE GOLF ASSOCIATIC 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: Deborah M. Wellington
Name (Printed or typed)

10391 Glastonbury Cir. #101
Address

Fort Myers FL 33913
City, State & Zip

860 306-4502
Daytime Telephone number

Wellington101@comcast.net
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
PLANTATION LADIES 18 HOLE GOLF ASSOCIATION, INC.

(A Corporation Not-For-Profit)

The undersigned hereby executes these Articles of Incorporation for the purpose of forming a not-for-profit corporation under the provisions of the Florida Not for Profit Corporation Act (Chapter 617 Florida Statues), hereby signs, verifies and submits the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be "Plantation Ladies 18 Hole Golf Association, Inc." (hereinafter referred to as the "Corporation." Its principal office shall be at 10500 Dartington Drive, Fort Myers, Florida 33913, or at such other place as may be designated, from time to time, by its Board of Directors.

ARTICLE II

PURPOSES AND POWERS

The Corporation is organized exclusively for the recreation, pleasure, and benefit of its members. The purpose for which the corporation is formed and its objectives are as follows:

A. To stimulate interest in women's golf at the Plantation Golf & Country Club by bringing together a group of women golfers desirous of forming a golfing organization;

B. To promote and foster among the members a closer bond and to promote and conserve the best interests and true spirit of the game;

C. To encourage conformance to the USGA Rules of Golf; and

D. To provide opportunities for women to play in organized activities that shall include seasonal weekly golf league play, coordinated golf group play, special events, and recognition of achievement.

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2018 APR 20 AM 11:07
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TALLAHASSEE, FLORIDA

ARTICLE III

DURATION

The term of duration of the Corporation is perpetual, unless it is dissolved pursuant to any applicable provision of the Florida Statues.

ARTICLE IV

MEMBERS

The Corporation is organized on a non-stock basis and there shall be no shareholders. The Corporation shall have members. The members of the Corporation shall be women who are full golf members of the Plantation Golf & Country Club and whom have registered to join and are in good standing of the Plantation Ladies 18 Hole Golf Association. Annual dues in the amount set by the elected officers of the group are required for membership. Eligibility for membership shall be provided in the By-Laws. Members shall have such voting rights and shall pay such membership, initiation and other fees, assessments, dues and charges as provided in the By-Laws.

ARTICLE V

PROHIBITION AGAINST DISTRIBUTION OF INCOME

The Corporation does not permit pecuniary gain or profit. No dividend shall be paid and no part of the income of the Corporation shall inure to the benefit of any member, Board member or officer, and as such they will have no interest in or title to any of the property or assets of the Corporation. Nothing herein shall prohibit the Corporation from reimbursing its Board members and officers for expenses reasonably incurred in performing services rendered to the Corporation.

ARTICLE VI

BOARD OF DIRECTORS

A. The Board of Directors shall be comprised of members. The number, authority and qualifications of members of the Board of Directors shall be as provided in the By-Laws.

B. The Board of Directors shall be responsible for the administration of the Corporation and will have the exclusive authority to establish membership and initiation fees, set dues and assessments, establish rules and regulations and, in general, control the management and officers of the Corporation in accordance with the provisions of the By-Laws.

C. The number of Directors may either be increased or decreased from time to time, in accordance with the By-Laws, but shall never be less than three (3).

ARTICLE VII

OFFICERS

The affairs of the Corporation shall be managed by a President, a Vice President, a Secretary, a Treasurer, an Events Chair, and the immediate past President, together with such other committee chairs as the Board determines is appropriate. The President, Vice-President, Secretary, Treasurer, and Events Chair will be determined by a vote of all members, to be held annually.

ARTICLE VIII

REMOVAL OF DIRECTORS AND OFFICERS

Any Board member or officer may be removed with or without cause and for any reason prior to the expiration of her term in the following manner:

A. Any Board member may be removed with or without cause and for any reason, upon a petition to the Board of Directors in writing signed by twenty percent (20%) of the members then entitled to vote and the approval of such recall, at a meeting of the members at which a quorum is present, by a two-thirds (2/3) vote of the members voting at such meeting, either in person or by proxy. The Board of Directors shall call a special meeting to be held within sixty (60) days after receipt of the petition and notice shall be given to all members at least ten (10) days prior to such meeting in the manner provided in the By-Laws for giving notice of special meetings. At any such meeting, the subject Board member shall have the opportunity to be heard.

B. Any officer may be removed with or without cause, and for any reason, by a two-thirds (2/3) vote of the Board of Directors.

ARTICLE IX

LIABILITY FOR DEBTS AND INDEMNIFICATION

Neither the members nor the officers or Directors of the Corporation shall be liable for the debts of the Corporation. The Corporation shall indemnify its directors, officers and any committee members and hold harmless each person who shall serve at any time as a director, officer or committee member of the Corporation from and against any and all claims and liabilities to which such persons shall become subject by reason of his having been, or hereafter being, a director, officer or committee member of the Corporation, or by reason of any action alleged to have been taken or omitted by her as a director, officer or committee member, and shall continue as to a person who has ceased to be a director, officer, committee member, employee or agent, and shall inure to the benefit of the heirs, executors and administrators of such a person, and shall promptly pay each such person for all attorney's fees (including appeals) and other expenses reasonably incurred by her in connection with any such claim or liability.

ARTICLE X

AMMENDMENT OF BY-LAWS & OTHER MAJOR ACTIONS

A. The Bylaws may be amended at any regular or special meeting of the Corporation provided a quorum (25% of the total membership) is present. A two-thirds (2/3) majority vote will be required. Notice of the proposed amendment(s) must have been provided to the General Membership at a previous meeting, posted on the Corporation website, posted on the bulletin board in the locker room, or sent to all members by email at least two (2) weeks prior to the meeting.

B. These Articles may be altered as provided by Florida law.

C. Additionally, in order to either merger or consolidate the Corporation with another entity, and/or to dissolve the Corporation, there must be a meeting of the Association, with a quorum (simple majority) present, with a two-thirds (2/3) majority vote will be required.

ARTICLE XI

DISSOLUTION

In the event of dissolution or final liquidation of the Corporation, all of the property and assets of the Corporation, after payment of its debts, shall be transferred to any not-for-profit corporation whose purpose is to benefit the members of the Plantation Ladies 18 Hole Golf Association membership, or if no such organization exists, the assets will be returned to the members of the Plantation Ladies 18 Hole Golf Association who were active members during the year the dissolution occurs.

ARTICLE XII

INCORPORATOR

The name and address of the incorporator is as follows:

Name:	Address:
Deborah M. Wellington	10391 Glastonbury Circle #101, Fort Myers, Florida 33913

ARTICLE XIV

REGISTERED OFFICE AND REGISTERED AGENT

The undersigned, being the sole incorporator of Plantation Ladies 18 Hole Golf Association, hereby appoints Deborah M. Wellington, to be statutory agent upon whom any process, notice or demand required or permitted by statue to be served upon the corporation may be served.

Date: April 4, 2018 Deborah M. Wellington
(Incorporator)

The complete address of the agent is: 10500 Dartington Drive, Fort Myers, Florida 33913

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Deborah M Wellington April 4, 2018
Required Signature of Registered Agent Date

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 s.817.155, F.S.

Deborah M Wellington April 4, 2018
Required Signature of Registered Incorporator Date

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 s.817.155, F.S.

Deborah M Wellington April 4, 2018
Required Signature of Incorporator Date