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2019 MAR 14 PM 4:56
SECRETARY OF STATE
TALLAHASSEE, FL



COVER LETTER

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

SUBJECT: Fort Pierce Yacht Club Foundation, 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: Jeffrey Thornton
Name (Printed or typed)

P.O. Box 3108
Address

Fort Pierce FL 34950
City, State & Zip

512-466-3160
Daytime Telephone number

JEFF-THORNTON@LIVE.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
FORT PIERCE YACHT CLUB FOUNDATION, INC.

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TALLAHASSEE, FL

The undersigned incorporator, Jeffrey Thornton, hereby forms the Fort Pierce Yacht Club Foundation, Inc., a not-for-profit corporation under Chapter 617 of the laws of the State of Florida.

ARTICLE 1. NAME AND ADDRESS

The name of the corporation shall be: Fort Pierce Yacht Club Foundation, Inc. ("Foundation")

The address of the principal office of this corporation shall be 700 North Indian River Dr., Fort Pierce, Florida 34950 and the mailing address of the corporation shall be P.O. Box 3108, Fort Pierce, FL 34950

ARTICLE II. MEMBERS AND BOARD OF TRUSTEES

The members of the Fort Pierce Yacht Club Foundation shall be the Board of Directors of the Fort Pierce Yacht Club ("the Board"). A Board of Trustees shall be entrusted with the management of the Foundation and initially shall consist of five (5) members, three (3) of whom shall be past or present members of the Fort Pierce Yacht Club Board of Directors including the current Community Liaison of the Fort Pierce Yacht Club. The sitting Board of Directors of the Fort Pierce Yacht Club (the Members) shall elect these five (5) members, two (2) of whom will serve a two (2) year term and three (3) of whom will serve a one (1) term by a simple majority of the Board within 7 days of incorporation.

The names of the Trustees who shall act until the first meeting or until their successors are duly chosen and qualified are:

Jeffrey Thornton

Stacy Beechman Johnson

At the Annual Meeting of the Foundation, Trustees shall be elected as set forth in the Bylaws of the Corporation. The number of directors may be increased or decreased in accordance with the Bylaws of the Corporation.

ARTICLE III. PURPOSE

The Foundation is organized and shall be operated exclusively as a charitable and educational organization with the meaning of Section 501 (C) (3) of the Internal Revenue Code and regulations issued pursuant thereto as they now exist or as may hereafter be amended for the following purposes, including, without limitation:

- a. stewardship of the Indian River Lagoon through the financial support of scholarship programs to conduct marine sciences and related research; activities and programs

directed toward "clean water"; and programs directed toward the improvement of the water's recreational value; and

- b. operation of activities and programs which further the understanding and knowledge of sailing, boating, and the use of watercraft of all types

ARTICLE III: POWERS OF THE CORPORATION

- A. The Foundation is authorized to receive and maintain real or personal property, both and subject to the restrictions and limitations hereafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable or educational purposes either directly or by contributions to the organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code and regulations.
- B. No officer, director, member, or other private individual or entity shall be entitled to share in the distribution of any of the Foundation's assets upon dissolution of the Corporation.
- C. No part of the net earnings of the Foundation shall inure to the benefit of, or be distributable to any Director, Officer or any other private individual except that compensation may be paid for services rendered to or for the corporation, and reasonable expense may be paid thereto, affecting one or more of the corporation's purposes.
- D. The Foundation is not authorized to issue capital stock.
- E. Except as provided and permitted under Sections 501(h) and 4911 of the Code, 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 any political campaign on behalf of any candidate for public office.
- F. Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any activities not permitted under Section 501© of the Code.

ARTICLE IV: DISSOLUTION

Upon liquidation, dissolution or winding up of the Corporation, the board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all assets of the Corporation pursuant to a plan for distribution adopted by the directors providing for distribution thereof to any organization or organizations exempt for federal income taxation under Section 501 ©(3) of the Code, or to the federal government, or to a state or local government, for public purposes. Any assets not so disposed of shall be disposed of the Corporation is then located or to an organization or organization, as determined by the Court, which are organized and operated exclusively for such purposed.

ARTICLE V: LIMITS OF LIABILITY

To the maximum extent that Florida law in effect from time to time permits limitation of the liability of director and officers, no director or officer of the Corporation shall be liable to the Corporation for money damages, Neither the amendment nor repeal of this Article, nor the adoption or amendment of any provision of the Charter or Bylaws inconsistent with the Article, shall apply to or affect in any

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TALLAHASSEE, FL

respect the applicability of the preceding sentence with respect to any act or failure to act which occurred prior to such amendments, repeal, or adoption.

ARTICLE VI: AMENDMENTS

The Corporation reserves the right to make from time to time, by the vote of its directors, any amendments to these Articles which may now or hereafter be authorized by law

ARTICLE VII: REGISTERED AGENT

Name: Jeffrey Thornton
Address: 2426 Oak Drive
Fort Pierce, Florida 34949

ARTICLE VII: INCORPORATOR

Name: J Robert Bounds
Address: 2498 SE Melon Court
Port St Lucie, Florida 34952

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TALLAHASSEE, FL


Having been named as registered agent to accept 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.



Signature of Registered Agent

4/5/2019
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 s817.155.135, F.S.



Signature of Incorporator

4/5/2019
Date

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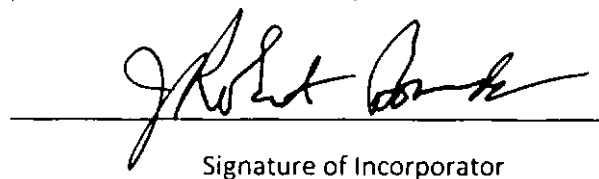
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Signature of Incorporator

4/8/2019
Date