

N1900000S953

Tallahassee Tennis Challenger  
(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ CK-UP ☒ WAIT ☐ MAIL

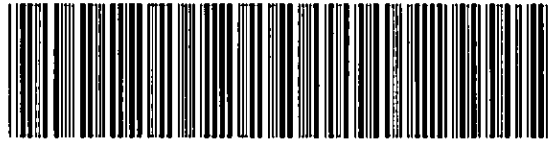
(Business Entity Name)

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TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Tallahassee Tennis Challenger, Inc.

DOCUMENT NUMBER: N19000005953

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

KAREN LYN VOGTER

(Name of Contact Person)

TALLAHASSEE TENNIS CHALLENGER, INC.

(Firm/ Company)

3009 GRAY ABBEY COURT

(Address)

TALLAHASSEE, FL 32309

(City/ State and Zip Code)

Karen.Vogter@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

KAREN LYN VOGTER

(Name of Contact Person)

at 850. 545-8740

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>Enclosed) |
|---|--|---|--|

Mailing Address

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Street Address

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

**FIRST AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
TALLAHASSEE TENNIS CHALLENGER, INC.**

**First Amended and Restated Articles of Incorporation** of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify:

**ARTICLE I**

The name of the corporation shall be Tallahassee Tennis Challenger, Inc. (the "Corporation").

**ARTICLE II**

The street and mailing address of the initial principal office of the Corporation is:

3009 Grey Abbey Court  
Tallahassee, FL 32309

**ARTICLE III: PURPOSE**

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, 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.

**ARTICLE IV**

The manner in which directors are elected or appointed is provided for in the bylaws of the Corporation.

**ARTICLE V: INITIAL DIRECTORS**

This Corporation shall be managed by a Board of Directors and shall have no less than three (3) directors. The initial directors of the Corporation shall be:

Vogter, Karen, L.  
3009 Grey Abbey Court  
Tallahassee, FL 32309

Lenda, Jamie, V.  
6872 San Sabastian Avenue  
Jacksonville, FL 32217

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Vogter, Jordan, M.  
2119 41<sup>st</sup> Avenue North  
St. Petersburg, Fl 33714

English, George W.  
238 Rosehill Drive North  
Tallahassee, Fl 32312

#### **ARTICLE VI: LIMITATIONS**

Provisions for the regulation of the internal affairs of the Corporation, including provisions for distribution of assets on dissolution or final liquidation are as follows:

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 Article Third 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 Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

B. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### **ARTICLE VII: DISSOLUTION**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax 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 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.

#### **ARTICLE VIII: INDEMNIFICATION**

Any person or future director or officer of the Corporation and any present or future director or officer of any other corporation serving as such at the request of this Corporation, because of this

Corporation's interest in such other corporation, or the legal representative of any such director or officer shall be indemnified by this Corporation against reasonable costs and expenses and counsel fees paid or incurred in connection with any action, suit or proceeding to which any director or officer, or his legal representative, may be made a party by reason of his being or having been such director or officer; provided:

A. Such action, suit or proceeding shall be prosecuted against such director or officer or against his legal representative to a final determination and shall not be finally adjudged in said action, suit or proceeding that he has been derelict in the performance of his duties as such director or officer, and

B. Said action, suit or proceeding shall be settled or otherwise terminated as against said director or officer, or his legal representative, without final determination on the merits, and it shall be determined by the Board of Directors in such other manner as may be provided in the Bylaws that said director or officer had not in any substantial way been derelict in the performance of his duties as charged in such action, suit or proceeding.

The privilege and power conferred by this article shall be in addition to and not in restriction or limitation of any other restriction or power which a corporation not for profit in Florida may have in respect to indemnification or reimbursement of directors or officers.

#### **ARTICLE VIII: INITIAL OFFICERS**

The corporation shall have a President, a Secretary and a Treasurer and may have additional and assistant officers, including without limitation thereto, two or more Vice-Presidents, Assistant Secretaries and Assistant Treasurers. The same person may hold any two or more offices. The officers, names and addresses of the initial officers are:

Title: President  
Vogter, Karen, L.  
3009 Grey Abbey Court  
Tallahassee, FL 32309

Title: Vice President  
Lenda, Jamie, V.  
6872 San Sabastian Avenue  
Jacksonville, FL 32217

Title: Vice President  
Vogter, Jordan, M.  
2119 41<sup>st</sup> Avenue North  
St. Petersburg, FL 33714

**ARTICLE IX: REGISTERED AGENT**

The name and Florida street address of the registered agent is:

Karen L. Vogter  
3009 Grey Abbey Court  
Tallahassee, FL 32309

**ARTICLE X: INCORPORATOR**

The name and address of the incorporator is:

Karen L. Vogter  
3009 Grey Abbey Court  
Tallahassee, FL 32309

**ARTICLE XI: EFFECTIVE DATE**

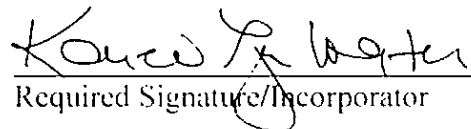
The effective date for this Corporation shall be June 1, 2019.

*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.*

  
Required Signature/Registered Agent

11-22-19  
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.*

  
Required Signature/Incorporator

11-22-19  
Date