

N19000008816

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H19000250510 3)))



H190002505103ABCX

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : HENDERSON, FRANKLIN, STARNES & HOLT
Account Number : 075410002172
Phone : (239) 344-1100
Fax Number : (239) 344-1529

SECRETARY OF STATE
TALLAHASSEE, FL

2018 AUG 21 AM 10:38

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION

The Sanctuary Golf Club Foundation, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

N CULLIGAN

2019 AUG 21 AM 10:38

SECRETARY OF STATE
TALLAHASSEE, FL

**ARTICLES OF INCORPORATION
OF
THE SANCTUARY GOLF CLUB FOUNDATION, INC.
(A FLORIDA NOT FOR PROFIT CORPORATION)**

The undersigned, acting as sole incorporator under the Florida Not for Profit Corporation Act, adopts the following Articles of Incorporation for The Sanctuary Golf Club Foundation, Inc.

ARTICLE I

NAME AND ADDRESS OF CORPORATION

The name of the corporation shall be The Sanctuary Golf Club Foundation, Inc.

The address of the corporation shall be 2801 Wulfert Road, Sanibel, FL 33957.

ARTICLE II

DURATION

The corporation shall exist in perpetuity or until the corporation is dissolved.

ARTICLE III

PURPOSE AND POWERS

The corporation is organized exclusively for charitable purposes. The principal purpose for which the corporation is organized is to receive and administer funds for charitable purposes, including making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the United States Internal Revenue Code of 1986 (or corresponding provision of any future law of the Internal Revenue Service or Department of Treasury).

Subject to the limitations set forth herein, the corporation shall be empowered to do and perform all acts and things and engage in any lawful act or activity as may be allowed by the laws of the State of Florida with respect to not-for-profit corporations, as those laws now exist or as they may hereafter provide and to have and exercise all powers necessary to effect any or all of the purposes for which the corporation is organized.

The corporation is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

No part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

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 IV

MEMBERSHIP

The corporation shall have no members. The management of the affairs of the corporation shall be vested in a board of governors, as defined in the corporations By-Laws.

ARTICLE VI

BOARD OF GOVERNORS

The corporate powers and management of the Corporation shall be vested in, and exercised by, a Board of Governors. The Board of Governors may make, alter, and amend the By-Laws. The number of governors of the corporation shall be five (5) initially, which may be increased or decreased from time to time, pursuant to the bylaws of the corporation, but shall never be less than three (3). The name and addresses of the governors who shall act until the first meeting or until their successors are duly chosen and qualified are:

Joel Levine, 2801 Wulfert Road, Sanibel Island, FL 33957
Linda Linsmayer, 2801 Wulfert Road, Sanibel Island, FL 33957
John McCabe, 2801 Wulfert Road, Sanibel Island, FL 33957
Steve Peltzman, 2801 Wulfert Road, Sanibel Island, FL 33957
Lisa Schmidlin, 2801 Wulfert Road, Sanibel Island, FL 33957

ARTICLE IV

AMENDMENTS

Any amendment to the Articles of Incorporation may be adopted by approval of majority of the board of governors.

ARTICLE VI

PERSONAL LIABILITY

No governor or officer of this corporation shall be personally liable for the debts or obligations of the corporation in any nature whatsoever, nor shall any of the property or assets of the officers be subject to the payment of the debts or obligations of this corporation.

ARTICLE VI

INDEMNIFICATION

The corporation shall indemnify and hold harmless any governor or officer, or former governor or officer, of the corporation, against expenses actually and necessarily incurred by them in connection with the defense of any action or proceeding in which they are made a party

by reason of being or having been such governor or officer, except in relation to matters as to which they shall be adjudged in such action or proceeding to be liable for gross negligence or misconduct in the performance of duty; but such indemnification shall not be deemed exclusive of any other rights to which such governor or officer may be entitled, under any By-Laws, agreement, vote of board of governors or officers or otherwise

ARTICLE IV DISSOLUTION

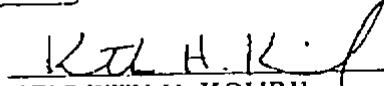
Upon the dissolution of the Corporation, its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in Lee County, Florida, exclusively for such purposes to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII INCORPORATOR

The name and address of the incorporator is:

Kenneth H. Kouril
The Sanctuary Golf Club, Inc.
2801 Wulfert Road
Sanibel Island, FL 33957

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21 date of AUGUST, 2019.


KENNETH H. KOURIL
Incorporator

2019 AUG 21 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the registered agent is:

Kenneth H. Kouril
The Sanctuary Golf Club, Inc.
2801 Wulfert Road
Sanibel Island, FL 33957

I, KENNETH H. KOURIL, hereby accept the above designation as registered agent of The Sanctuary Golf Club Foundation, Inc.


KENNETH H. KOURIL