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Norm D. Fugate, P.A. A Law Firm

Woodroe Blake Fugate Associate Attorney

April 16, 2019

Norm D. Fugate

Board Certified Attorney · Real Estate Law

· City. County and Local Government Law

Registration Section **Division of Corporations** Post Office Box 6327 Tallahassee, Florida 32314

Re: Cedar Key Sharks Booster Club, Inc.

Dear Sir or Madam:

The enclosed Article of Organization and fees are submitted for filing.

Please return all correspondence concerning this matter to the following:

Norm D. Fugate Attorney at Law Post Office Box 98 Williston, Florida 32696

For further information concerning this matter, please call:

Norm D. Fugate Attorney at Law at (352) 528-0019

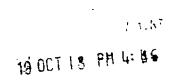
Enclosed is a check for the following amount \$78.75 Filing Fee.

Sincerely,

orm D. Fugate

NDF/jlm

Enclosure



ARTICLES OF INCORPORATION OF CEDAR KEY SHARKS BOOSTER CLUB, INC.

A Not For Profit Corporation

The undersigned subscribers of these Articles of Incorporation, being natural persons competent to contract, hereby subscribe to and form a corporation not for profit in compliance with Florida Statutes Chapter 617, and do hereby certify:

ARTICLE I Name and Principal Office Address

The name and address of this corporation shall be the CEDAR KEY SHARKS BOOSTER CLUB, INC., 951 Whiddon Avenue, Cedar Key, Florida 32625.

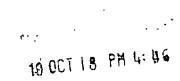
ARTICLE II Duration

The corporation shall have perpetual existence.

ARTICLE III Purpose

The corporation is a not for profit corporation. The purposes for which the corporation is organized are:

- a. The corporation is organized exclusively for charitable, benevolent, eleemosynary, educational, civic, professional, and commercial purposes for transacting all functions and activities permitted by Chapter 617 of the Florida Statues and such powers as corporations not for profit may otherwise now or hereafter have or acquire provided, however, that this corporation in exercising any one or more of such powers shall do so in furtherance of the purposes which will qualify it as an exempt organization under §501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, including for such purposes, the making of distribution to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- b. Such purposes shall include, but not be limited to such purposes which are exclusively charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.
- c. No part of the net earnings of the corporation shall inure to the benefit of or be distributed to its members, trustees, directors, 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 this Article III. 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. 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 §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code, or (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV Powers

This corporation shall have all powers granted by law to not-for-profit corporation subject to the limitations and restrictions as set forth in Article III, above.

ARTICLE V Membership

The members of this corporation shall be all of the members of the Board of Directors.

ARTICLE VI Incorporators

The name and address of the original incorporators are as follows:

Crystal Sharp 5510 SW 102nd Ct.

Cedar Key, Florida 32625

Telicia Winfield P.O. Box 134

Cedar Key, Florida 32625

Nicole Gill 16530 Hodges Ave.

Cedar Key, Florida 32625

ARTICLE VII Officers

The officers of the corporation shall consist of a President, Vice President, a Secretary and Treasurer. The Board of Directors shall elect the officers at the annual meeting of the Board of Directors. Vacancies shall be filled by the Board of Directors at any regular or specially called meeting.

ARTICLE VIII Board of Directors

Control of the affairs of the corporation shall be vested in the Board of Directors. The initial Board of Directors listed below shall serve until August, 2020. The Directors shall be elected by the members of the corporation at each annual general membership meeting. The number of Directors may be increased or decreased, by a majority vote of the Board of Directors, but shall never be less than three (3) Directors. Vacancies on the Board of Directors shall be filled by a majority vote of the Board of Directors of the corporation. Any member of the Board of Directors elected to fill a vacancy shall hold office for the balance of the term.

The names and addresses of the first members of the Board of Directors and officers are:

Crystal Sharp 5510 SW 102nd Ct.

President Cedar Key, Florida 32625

Telicia Winfield P.O. Box 134

Vice President Cedar Key, Florida 32625

Nicole Gill 16530 Hodges Ave.

Treasurer Cedar Key, Florida 32625

ARTICLE IX Informal Action

To the extent permitted by law, any action required to be taken at any annual or special meeting of the Board of Directors, or any action, which may be taken at any annual or special meeting of such Board, may be taken without a meeting, without prior notice and without a vote, if consent in writing, setting forth the action so taken, shall be signed by all of the Directors.

ARTICLE X Amendment of Bylaws and Articles of Incorporation

The Bylaws may be amended by a majority vote of the Board of Directors at any meeting, provided that an intention to amend has been announced and notice given in accordance with the Bylaws. The Articles of Incorporation may be amended by recommendation by a majority vote of the Board of Directors at any meeting, and ratification by a majority of the members of the corporation in attendance at any meeting of the members, provided that the proposed amendment has been properly noticed in accordance with Florida Statutes.

ARTICLE XI Registered Office and Agent

The registered office of the corporation shall be 951 Whiddon Avenue, Cedar Key, Florida 32625. The registered agent shall be Crystal Sharp. The registered office and registered agent provided for herein may be changed from time to time in the manner provided in the bylaws.

ARTICLE XII Racially Nondiscriminatory Admission and Operations Policy

The CEDAR KEY SHARKS BOOSTER CLUB, INC. does not discriminate on the basis of race, color, national or ethnic origin in administration of its policies or programs.

ARTICLE XIII <u>Dissolution</u>

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 XIV Effective Date

The effective date of these Articles of Incorporation is the date of filing.

IN WITNESS WHEREOF, the undersigned, being the incorporators certify to the truth of the facts herein stated, this the ______ day of April, 2019.

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Telicia Winfield, Vi**V**e President

Nicole Gill, Treasurer

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ACCEPTANCE

I hereby accept appointment as Registered Agent of the CEDAR KEY SHARKS BOOSTER CLUB, INC.

Dated the _______

Crystal Sharp