

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.

((H20000150125 3)))



H200001501253ABCQ

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 : RASCO KLOCK PEREZ & NIETO, P.L.
Account Number : 104076000124
Phone : (305)476-7100
Fax Number : (305)476-7102

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

Email Address: msoy@rascoklock.com

**FLORIDA PROFIT/NON PROFIT CORPORATION
QUAIL CREEK COUNTRY CLUB FOUNDATION, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

MAY 21 2020

T. SCOTT

FILED
2020 MAY 20 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2020 MAY 20 PM 2:29

Audit No.: H20000150125 3

**ARTICLES OF INCORPORATION
OF
QUAIL CREEK COUNTRY CLUB FOUNDATION, INC.
a Florida Not for Profit Corporation**

The undersigned, acting as incorporator of QUAIL CREEK COUNTRY CLUB FOUNDATION, INC., under the Florida Not for Profit Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the Corporation shall be:

QUAIL CREEK COUNTRY CLUB FOUNDATION, INC.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business and mailing address of the Corporation is:

13300 Valewood Drive
Naples, Florida 34119

ARTICLE III. PURPOSE

This Corporation is formed for such purpose as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), including non-profit educational expenses and tuition scholarships for youth in the community that qualify under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE IV. ACTIVITIES NOT PERMITTED

Notwithstanding any other provision of these articles, this Corporation will not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Code.

ARTICLE III. DEDICATION AND DISTRIBUTION OF ASSETS

No part of the net earnings of the Corporation shall inure to the benefit of any member, director or officer of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes) and no member, director or officer of the Corporation or any private individual

FILED
2020 MAY 20 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Audit No.: H20000150125 3

shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed to one or more charitable, religious, scientific or educational organizations which would then qualify under the provisions of Section 501(c) of the Code and its regulations.

ARTICLE IVI. INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of the Corporation are:

Miami Corporate Systems, LLC
2555 Ponce de Leon Blvd., Suite 600
Coral Gables, Florida 33134

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The Corporation shall have three directors initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than three. The name and street address of the initial director(s) are:

Gail Swor
4324 Snowberry Lane
Naples, Fl. 34119

William Butler
2986 Cinnamon Bay Circle
Naples, Fl. 34119

Read McCaffrey
12956 Coco Plum Lane
Naples, Fl. 34119

ARTICLE VII. INDEMNIFICATION

Every person who now is, hereafter shall be a Director or Officer of the Corporation shall be indemnified by the Corporation against all costs and expenses (including Counsel fees) hereafter reasonably incurred by or imposed upon him in connection with, or resulting from, any action, suit or proceedings of whatever nature, to which he is or shall be made a party by reason of his being or having been a Director or Officer of the Corporation (whether or not he is a Director or Officer of the Corporation at the time he is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him) except in relation to matters as to which he shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of his duties as such Director or Officer. The right of

Audit No.: H20000150125 3

indemnification herein provided shall not be exclusive of other rights to which any such person may not or hereafter be entitled as a matter of law.

ARTICLE IX. MEMBERSHIP

The membership of this Corporation shall consist of all persons hereinafter named as Directors and all other persons as, from time to time hereafter, may be elected to membership by the Board of Directors. The Directors shall from time to time prescribe the form and manner in which application may be made for membership, and members may be admitted by the Board of Directors only. The authorized number of the members of the Corporation, the different classes of membership, the property voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof shall be set forth in the Bylaws.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

Read McCaffrey, Esq.
2555 Ponce de Leon Blvd., Suite 600
Coral Gables, Florida 33134

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors. Upon notice properly given, the Bylaws may be amended, altered or repealed by a majority vote of the Directors present at any regular or special meeting called for the purpose, subject to any limitations set forth under the Florida Not For Profit Corporation Act.

ARTICLE IXI. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on members are subject to this reservation. The amendment may be proposed by any member of the Corporation. Every amendment shall be unanimously approved by an affirmative vote of the Board of Directors.

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation.



Signature of Incorporator

(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.)

Audit No.: H20000150125 3

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for QUAIL CREEK COUNTRY CLUB FOUNDATION, INC. in the foregoing articles of incorporation, we hereby agree to accept service of process for said Corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

MIAMI CORPORATE SYSTEMS, LLC



Ramon E. Rasco, Manager