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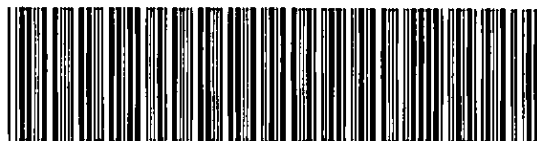
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Derrick Thompson

COVER LETTER

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

SUBJECT: EAU GALLIE 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: Ralph R. Dyer

Name (Printed or typed)

506 Celebration Ave.

Address

Celebration, FL 34747

City, State & Zip

(407) 566-0001

Daytime Telephone number

registeredagent@uslegalteam.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

*Eau Gallie Yacht Club Foundation, Inc.,
a Florida not-for-profit corporation*

ARTICLE I. NAME

The name of the corporation shall be *Eau Gallie Yacht Club Foundation, Inc.* (hereinafter also referred to as the "**Corporation**")

ARTICLE II. ADDRESS

The place in the state of Florida where the principal office of the Corporation is to be located is 100 Datura Drive, Indian Harbour Beach, FL 32937. The mailing address of the Corporation shall be the same as above listed.

ARTICLE III. DURATION AND COMMENCEMENT

The Corporation will exist perpetually, commencing with the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE IV. PURPOSE

The Corporation is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Within the scope of the foregoing, the Corporation is specifically organized and empowered as follows:

The purpose of the Eau Gallie Yacht Club Foundation, Inc. is to teach underprivileged young people sailing and powerboating, provide educational opportunities to Eau Gallie Yacht Club staff, and such other charitable activities as directed by the foundation board.

ARTICLE V. NON-PROFIT NATURE

5.1 Non-Profit Nature

The Corporation is organized exclusively for educational and charitable 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 corresponding section of any future federal tax code. 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 educational and charitable purposes. No part of the receipts or net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, 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 IV, hereof.

5.2 Personal Liability

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

5.3 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.

5.4 Prohibited Activities

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 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 VI. BOARD OF DIRECTORS

The Corporation shall be governed by its Board of Directors. The Board of Directors of the Corporation shall consist of not less than three members. The Corporation's bylaws shall specify the number of directors to serve. The names and addresses of the persons who are the initial directors of the corporation are as follows:

Todd Braid, 100 Datura Dr, Indian Harbour Beach, FL 32937

Brendan McCarthy, 100 Datura Dr, Indian Harbour Beach, FL 32937

Roger Wernow, 100 Datura Dr, Indian Harbour Beach, FL 32937

ARTICLE VII. MEMBERSHIP

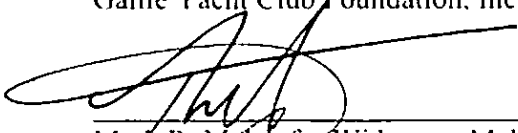
The Corporation shall have no members. The management of the affairs of the Corporation shall be vested in the Board of Directors, as defined in the Corporation's bylaws.

ARTICLE VIII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1990 W. New Haven Avenue, Suite 201, Melbourne, FL 32904, and the Corporation's initial registered agent at that address is Wideman Malek, PL.

**ACKNOWLEDGMENT OF CONSENT
TO APPOINTMENT AS REGISTERED AGENT**

I, Mark R. Malek, as a principal of Wideman Malek, PL, agree to be the registered agent for Eau Gallie Yacht Club Foundation, Inc., as appointed herein.



Mark R. Malek for Wideman Malek, PL
Registered Agent

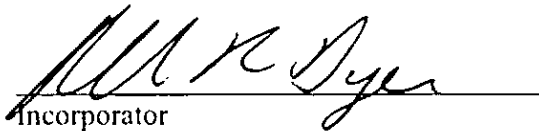
ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is Ralph R. Dyer, 506 Celebration Avenue, Celebration, FL 34747. The incorporator assigns to the Corporation his rights under Section 617.013, Florida Statutes, to constitute a corporation.

ARTICLE VIII. AMENDMENTS

The Corporation reserves the right to amend, alter, change or repeal any provision of these Articles of Incorporation in the manner prescribed by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of August, 2020.


Incorporator

I am the incorporator submitting these Articles of Incorporation and affirm the facts stated herein are true. I am aware that 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. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation an every year thereafter to maintain "active" status.