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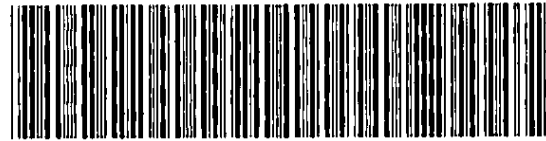
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

C RICO

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TALLAHASSEE, FLORIDA

Incorporating Services, Ltd.

1540 Glenway Drive
Tallahassee, FL 32301
850.656.7956
Fax: 850.656.7953
www.incserv.com
e-mail: accounting@incserv.com



ORDER FORM

TO Florida Department of State
The Centre of Tallahassee
2415 North Monroe Street, Suite 810
Tallahassee, FL 32303
corphelp@dos.myflorida.com
850-245-6051

FROM Melissa Stops
mstops@incserv.com
850.656.7953

REQUEST DATE 11/5/2020

PRIORITY Routine

OUR REF # (Order ID#) 862680

ORDER ENTITY

WEST PALM GOLF COMMUNITY TRUST, INC.

PLEASE PERFORM THE FOLLOWING SERVICES:

WEST PALM GOLF COMMUNITY TRUST, INC. (FL)

Please file the attached articles and provide a certified copy as evidence.

NOTES:

\$78.75 Authorized

Email address for annual report reminders: JLee@shutts.com

RETURN/FORWARDING INSTRUCTIONS:

ACCOUNT NUMBER: I20050000052

Please bill the above referenced account for this order.

If you have any questions please contact me at 656-7956,

Sincerely,

A handwritten signature in black ink, appearing to be "MJ" or similar, with a long horizontal stroke extending to the right.

Please bill us for your services and be sure to include our reference number on the invoice and courier package if applicable. For UCC orders, please include the thru date on the results.

ARTICLE V
MEMBERS

The Corporation shall have no members.

ARTICLE VI
DIRECTORS

(a) All corporate powers shall be exercised by or under the authority of, and the Corporation's affairs shall be managed by, the Corporation's Board of Directors.

(b) The names and addresses of the initial members of the Board of Directors are as follows:

- 1) Seth Waugh
525 Okeechobee Blvd, Suite 1100
West Palm Beach, FL 33401
- 2) Dirk Ziff
525 Okeechobee Blvd, Suite 1100
West Palm Beach, FL 33401
- 3) Dan Stanton
525 Okeechobee Blvd, Suite 1100
West Palm Beach, FL 33401
- 4) Chris Williams
525 Okeechobee Blvd, Suite 1100
West Palm Beach, FL 33401
- 5) Tommy Frankel
525 Okeechobee Blvd, Suite 1100
West Palm Beach, FL 33401

(c) The manner in which future Directors are to be elected or appointed shall be as set forth in the Corporation's Bylaws. The number of Directors may be increased or decreased in the manner provided in the Corporation's Bylaws, but the Corporation shall always have at least three (3) Directors.

ARTICLE VII
BYLAWS

The initial Bylaws of the Corporation shall be adopted by the Board of Directors. The powers to alter, amend, or repeal the Bylaws, or adopt new Bylaws, shall be vested in the Board of Directors, unless otherwise provided in the Bylaws.

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**ARTICLES OF INCORPORATION
OF
WEST PALM GOLF COMMUNITY TRUST, INC.**

These Articles of Incorporation (these "**Articles**") are hereby made and acknowledged by the undersigned, to be filed with the Secretary of State, State of Florida, for the purpose of forming a not for profit corporation in accordance with Chapter 617 of the Florida Statutes.

**ARTICLE I
NAME AND ADDRESS**

(a) The name of the corporation governed by these Articles shall be "WEST PALM GOLF COMMUNITY TRUST, INC." (the "**Corporation**").

(b) The street address of the Corporation's initial principal office shall be:

525 Okeechobee Blvd, Suite 1100
West Palm Beach, FL 33401

(c) The Corporation's mailing address shall be:

525 Okeechobee Blvd, Suite 1100
West Palm Beach, FL 33401

**ARTICLE II
TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

**ARTICLE III
PURPOSES; RESTRICTIONS**

(a) Subject to the restrictions set forth in Paragraph (b) below, the purposes for which the Corporation is organized are to receive and administer real and personal property and to apply such property, as well as the income it produces, exclusively for charitable, scientific, literary, and educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any subsequent federal tax laws (the "**Code**").

Notwithstanding the broad charitable purposes for the Corporation described above, the current primary purpose of the Corporation is to develop, improve, maintain, and operate common recreational activities and facilities, such as municipal parks, nature trails, lakes, and golf courses, for use by the general public and owned by the city of West Palm Beach, Florida and surrounding areas (the "**Community**"). The Corporation is organized and operated

exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Code, and such purposes include, without limitation, the following:

- (1) Lessening the burdens on the municipal government that bears these expenses;
- (2) Providing common recreational activities and facilities for residents and visitors;
- (3) Preserving and improving public recreational facilities;
- (4) Combating community deterioration and engaging in city beautification;
- (5) Promoting the health and welfare of Community residents; and
- (6) Creating educational and instructional opportunities for residents and youth in the Community.

(h) Despite any other provision of these Articles:

(1) 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;

(2) No member, director, or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation;

(3) 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office; and

(4) Despite any other provision of these Articles or Florida law to the contrary, the Corporation shall not carry on any activities that are not permitted for an organization exempt under Code Sections 501(a) and 501(c)(3), or by organizations, contributions to which are deductible under Code Section 170(c)(2). The Corporation shall at all times operate as an organization exempt from federal income tax under Section 501(c)(3) of the Code, and nothing in these Articles shall be construed to the contrary.

ARTICLE IV **POWERS**

Subject to the restrictions in these Articles, the Corporation shall have the authority to exercise all of the powers conferred upon not for profit corporations under the laws of the State of Florida.

ARTICLE VIII
AMENDMENT OF ARTICLES OF INCORPORATION

The Board of Directors may alter, amend, or restate these Articles at any time, and shall follow the applicable procedures prescribed under the laws of the State of Florida for amending the articles of incorporation for a not for profit corporation. However, no change may ever be made to these Articles that would result in the denial of tax-exempt status to the Corporation under Code Section 501(c)(3).

ARTICLE IX
DISSOLUTION

Upon the dissolution of the Corporation or the winding up of its affairs, the remaining assets of the Corporation shall be paid to such one or more corporations, funds, foundations, or organizations selected by the Board of Directors which at such time are themselves recognized as exempt and described in Code Section 501(c)(3).

ARTICLE X
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the Corporation's initial registered agent are as follows:

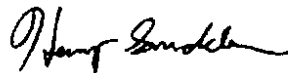
CORPORATION COMPANY OF ORLANDO, INC.
300 South Orange Avenue
Suite 1600 (JGH)
Orlando, FL 32801

ARTICLE XI
INCORPORATOR

The name and address of the Incorporator of the Corporation are as follows:

HENRY SMOKLER
525 Okeechobee Blvd, Suite 1100
West Palm Beach, FL 33401

The undersigned Incorporator executes and submits these Articles and affirms the truth of all facts stated in these Articles, as of November 5, 2020.



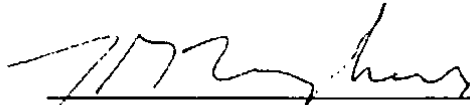
Henry Smokler, as Incorporator

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CERTIFICATE OF ACCEPTANCE

Having been named registered agent, to accept service of process for the above-stated Corporation at the place designated in its Articles of Incorporation, the undersigned hereby agrees to act in such capacity and confirms that he is familiar with, and accepts the obligations provided for in, Florida Statutes Section 617.0502.

CORPORATION COMPANY OF
ORLANDO, INC.



J. Gregory Humphries, Vice President

Dated: 11/5, 2020.

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