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**FLORIDA PROFIT/NON PROFIT CORPORATION
THE SUNSET ROTARY CLUB OF ST. AUGUSTINE, FLORIDA**

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ARTICLES OF INCORPORATION
OF
THE SUNSET ROTARY CLUB OF ST. AUGUSTINE, FLORIDA, INC.

The undersigned incorporator, Sidney F. Ansbacher, being over the age of eighteen (18) years, acting as an incorporator under the penalty of perjury and acknowledging that false information submitted in a document to the Department of State is a felony, hereby adopts and executes the following Articles of Incorporation, pursuant to Chapter 617, Fla. Stat.

ARTICLE I

The name of this corporation shall be The Sunset Rotary Club of St. Augustine, Florida, Inc. The address of the corporation's initial principal office is 780 N. Ponce de Leon Boulevard, St. Augustine, Florida 32084.

ARTICLE II

The term of this corporation shall be perpetual. Its existence will commence on the date of execution and acknowledgment of these articles by the State of Florida.

ARTICLE III

This shall be a non-profit corporation. This corporation's purpose shall be charitable and benevolent, to encourage, promote and extend the Object of Rotary International, and to maintain the relations of a member club in Rotary International. This corporation is organized as a member of Rotary International, which has been recognized as a Section 501(c)(4) organization as defined by the Internal Revenue Code of 1986, as it now exists or as hereafter amended, and this corporation submits its allegiances to the constitution and bylaws of Rotary International, as now exist and as may hereafter be amended. Insofar as permitted under the laws of the state of Florida, this corporation shall operate in a manner consistent with the constitution and bylaws of Rotary International.

ARTICLE IV

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for such services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of this corporation shall be devoted to 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 any statements) any political campaign on behalf of the candidate for public office. Notwithstanding any other provision of these Articles, this

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corporation shall not carry an any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V

Upon any dissolution of this corporation under provisions of the law of the state of Florida for nonprofit corporations, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) or 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. In no event shall any of the corporation's assets be distributed to any officers, directors, or members of the corporation.

ARTICLE VI

This corporation will have one class of members, which shall initially consist of all members of The Sunset Rotary Club of St. Augustine, Florida, Inc., a chapter of Rotary International. The manner of selecting members shall be prescribed by the bylaws of this corporation. In addition to matters required by statute, the members shall have the power to appoint the directors of the corporation.

ARTICLE VII

The management of this corporation will be vested in a Board of Directors. The number of directors, and the method of selecting directors, shall be fixed by the bylaws of this corporation; provided, that the corporation shall have nine (9) directors, whose names and addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
<u>Karen Atwell</u>	<u>144 Summerpoint Drive, St. Augustine, Florida 32086</u>
<u>Peggy Gachet</u>	<u>304 View Point Place, St. Augustine, Florida 32080</u>
<u>Carol Bianchi</u>	<u>153 Oak Common Avenue, St. Augustine, Florida 32095</u>
<u>Janice Long</u>	<u>529 Lakeway Drive, St. Augustine, Florida 32080</u>
<u>Sidney Ansbacher</u>	<u>573 Wooded Crossing Circle, St. Augustine, Florida 32084</u>
<u>Ken Mulford</u>	<u>468 High Tide Drive, St. Augustine, Florida 32080</u>
<u>Greg Harris</u>	<u>1124 Stonehenge Trail Lane, St. Augustine, Florida 32092</u>
<u>Bill McClure</u>	<u>6905 Richards Place, St. Augustine, Florida 32080</u>
<u>Ellie Schultze</u>	<u>1525 N. Whitney Street, St. Augustine, Florida 32084</u>

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The initial directors shall serve until the first organizational meeting of the Board of Directors, when their successors will be appointed and qualified.

ARTICLE VIII

The day-to-day affairs of the corporation shall be managed by the following officers:

<u>Karen Atwell</u>	President
<u>Peggy Gachet</u>	Vice President
<u>Carol Bianchi</u>	Secretary
<u>Janice Long</u>	Treasurer

ARTICLE IX

No Director shall be personally liable to the corporation or the members, if any, for monetary damages for breach of fiduciary duty as a Director, except that this Article shall not eliminate or limit the liability of a Director to the corporation or the members, if any, for monetary damages for: (a) any breach of the Director's duty of loyalty to the corporation or the members, if any; (b) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (c) acts specified in Section 617.0831, Fla. Stat., as amended; or (d) any transaction from which the Director directly or indirectly derived an improper personal benefit.

If the Florida Not for Profit Corporation Act is hereafter amended to authorize the further elimination or limitation of the liability of directors, then the liability of a Director, in addition to the limitation on personal liability provided in this Article will be further eliminated or limited to the fullest extent permitted by the Florida Not for Profit Corporation Act. Any repeal or modification of any portion of this Article will be prospective only and will not adversely affect any right or protection of a Director existing at the time of such repeal or modification.

ARTICLE X

This corporation shall have the authority to adopt such bylaws as may be consistent with the purposes enumerated in Article III herein and consistent with the laws of the state of Florida. The Board of Directors is authorized to make, alter, amend, or repeal the bylaws of this corporation.

ARTICLE XI

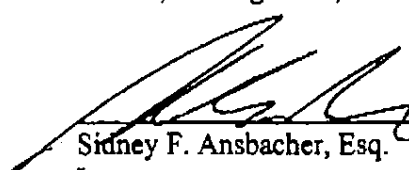
The amendment of these Articles of Incorporation shall require approval of two-thirds of the members of this corporation at any annual meetings or any special meeting called for this purpose.

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ARTICLE XII

The street address of the initial registered office of this corporation shall be 780 N. Ponce de Leon Boulevard, St. Augustine, Florida 32084, and the name of its initial registered agent and incorporator at such address is Sidney F. Ansbacher. The written consent of such person to serve as registered agent is attached hereto. The Corporation's mailing address is 780 N. Ponce de Leon Boulevard, St. Augustine, Florida 32084.

Date: 4/5/21


 Sidney F. Ansbacher, Esq.
 Incorporator

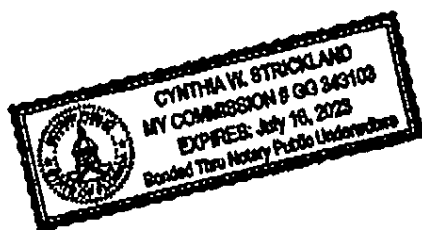
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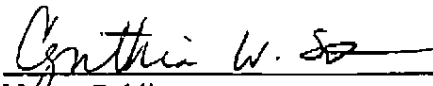
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STATE OF FLORIDA

COUNTY OF ST. JOHNS

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 5th day of April, 2021, by Sidney F. Ansbacher of The Sunset Rotary Club of St. Augustine, Florida, Inc., a Florida not-for-profit corporation, on behalf of the corporation. He is personally known to me or has produced a valid driver's license as identification.




 Notary Public
 (Print/type name) Cynthia W. Strickland
 My commission expires 7-16-2023
 My commission number 66-343103

ACCEPTANCE BY REGISTERED AGENT

I am familiar with and accept the duties and responsibilities as Registered Agent for the foregoing Corporation.


 Sidney F. Ansbacher