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21 MAY 28 AM 5:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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May 25, 2021

Department of State

**Division of Corporations**

~~2661 Executive Center Circle~~

Tallahassee, FL 32301

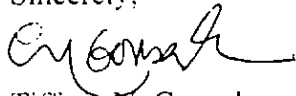
**RE: Fort Pierce Athletic Association, Inc.**

Dear Sir or Madam:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for the above-referenced corporation, together with the Certificate Designating Registered Agent. Please file the original in your offices and certify and return to us a certified copy.

I am enclosing a check in the amount of \$78.75, which covers the fees for a new filing, registered agent designation and certified copy. Thank you for your cooperation in this matter.

Sincerely,



Tiffany N. Gonsalves, CP, FRP

Certified Paralegal/Florida Registered Paralegal

Enc.

**FILED**  
21 MAY 28 AM 5:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
FORT PIERCE ATHLETIC ASSOCIATION, INC.**

In order to form a corporation under and in accordance with the provisions of the laws of the State of Florida for the formation of a charitable not for profit corporation we, the undersigned, hereby associate ourselves into a corporation for the purpose and with the powers hereinafter mentioned and, to that end, we do, by these Articles of Incorporation, set forth:

**ARTICLE I - NAME**

The name of this corporation is Fort Pierce Athletic Association, Inc.

**ARTICLE II- PRINCIPAL OFFICE**

The address of the principal office of the Corporation is 2602 Rhode Island Ave, Fort Pierce, Florida, 34947.

**ARTICLE III - DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE IV - GENERAL AND SPECIFIC PURPOSES**

The specific and primary purposes for which this corporation is formed are:

1. The Corporation shall engage exclusively for charitable, educational and/or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Service Code, including, specifically, without limitation, activities that are intended to promote and encourage youth and adult participation in sports regardless of skill level; to provide a variety of athletic activities and events for all in the community and to help all participants to develop strong and healthy minds and bodies; while promoting sportsmanship, skills and understanding of and respect for the rules of various sports; promoting equality and equity; instill the importance of teamwork and values; teach respect for authority and society, develop character, confidence and a positive self-image; courage in defeat and modesty in victory; to conduct training and educational opportunities through sport; and to manage and operate athletic facilities; enhance stewardship for parks and green space. The Corporation may do any other act or thing incidental to or connected with the foregoing purposes, or in the advancement thereof, but not for the pecuniary profit or gain of its members, directors, advisors or officers, except as permitted under the Act. In furtherance of its corporate purposes, the Corporation shall have all general powers enumerated in the Act, or any successor provisions thereto.

2. To enlist and increase the voluntary support and cooperation of members of the community, together with public and private service agencies and governmental bodies for the programs sponsored so as to increase the opportunities for young people in the community to engage in activities that promote sportsmanship, skills, understanding and respect for the rules of various activities, instills the importance of teamwork and values, teaches respect for authority and society, develops character, confidence and a positive self-image, to enhance the overall social well-being of the community.

3. To operate exclusively in any other manner for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or under any corresponding provisions of any subsequent federal tax laws covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code.

## ARTICLE V - MEMBERSHIP

The corporation shall have not less than three (3) nor more than fifteen (15) members who shall constitute the Board of Directors of the corporation. The membership of the corporation shall consist of the following:

1. Membership in the corporation shall be open to all individuals who desire to participate in the activities of the corporation, comply with the reasonable rules and regulations adopted by the Board of Directors from time to time, be of good moral character and be willing to provide positive experiences for the participants in the programs of the corporation.
2. The initial Board of Directors shall be appointed by the Incorporators.
3. The term of membership shall be for three (3) years, provided, however that the initial members shall serve staggered terms such that one-third (1/3) of the initial members shall be appointed for one year, one-third (1/3) of the initial members shall be appointed for two years and one-third (1/3) of the initial members shall be appointed for three years. Upon expiration of each initial term each new member will be appointed to a three (3) year term. All vacancies in membership shall be appointed by the Board.
4. Any member in good standing may be reappointed for a successive term by the Board of Directors.
5. Each Director shall have the rights and duties of a Director under the Florida Not for Profit Corporations Act, provided, however that it shall be the express duty of each member to attend meetings of the board and each committee to which each such member is assigned and to vote on all matters before the Board or committee, unless a conflict of interest is declared. Any member who fails to attend three consecutive regular or special meetings of the Board or any committee to which each such member is assigned, shall be removed as a member of the Board unless such absences are excused by the Board.

## ARTICLE VI- MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a Board of Directors composed of all members of the corporation. The names and address of the initial members of the Board of Directors are as follows:

Joseph Hayek	Robert Gardner	Barbara Brown
2602 Rhode Island Avenue	3050 Sunrise Boulevard	1047 Tortugas Avenue
Fort Pierce, FL 34947	Fort Pierce, FL 34982	Fort Pierce, FL 34982

B. Corporate Officers. The Board of Directors shall elect a Chairman, Vice Chairman, and such other officers as the bylaws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

Executive Director:	Secretary:	Treasurer:
Joseph Hayek	Robert Gardner	Barbara Brown
2602 Rhode Island Avenue	3050 Sunrise Boulevard	1047 Tortugas Avenue
Fort Pierce, FL 34947	Fort Pierce, FL 34982	Fort Pierce, FL 34982

## ARTICLE VII - EARNINGS & ACTIVITIES OF THE CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 Article IV hereof.

B. 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 any candidate for public office.

C. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by: (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### **ARTICLE VIII - DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to educational and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

#### **ARTICLE IX - DISTRIBUTION OF ASSETS**

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of 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) 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. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE X - AMENDMENT OF BYLAWS**

Subject to the limitations contained in the Bylaws and any limitations set forth in the Corporation Not for Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth in the bylaws.

#### **ARTICLE XI - SUBSCRIBERS**

The names and addresses of the subscribers of this corporation are as follows:

Joseph Hayek  
2602 Rhode Island Avenue  
Fort Pierce, FL 34947

Robert Gardner  
3050 Sunrise Boulevard  
Fort Pierce, FL 34982

Barbara Brown  
1047 Tortugas Avenue  
Fort Pierce, FL 34982

#### **ARTICLE XII - AMENDMENT OF BYLAWS**

Subject to the limitations contained in the Bylaws and any limitations set forth in the Corporation Not for Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth in the bylaws.

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21 MAY 28 AM 5:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ARTICLE XIII - AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote.

### ARTICLE XIV - INITIAL REGISTERED AGENT AND ADDRESS

As set forth in the registered agent's written acceptance of his appointment, which is delivered to the Department of State, together with these articles of incorporation, the name and address of the initial registered agent for the Corporation is Joseph Hayek, 2602 Rhode Island Avenue, Fort Pierce, FL 34947.

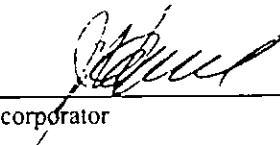
### ARTICLE XV - INCORPORATORS

The names and street addresses of the incorporator(s) are as follows:

Joseph Hayek  
2602 Rhode Island Avenue  
Fort Pierce, FL 34947

The undersigned has executed these Articles of Incorporation this 24 day of MAY, 2021.

Signed:

  
\_\_\_\_\_  
Joseph Hayek, Incorporator

FILED  
21 MAY 28 AM 5:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0501 of the Florida Not For Profit Corporation Act, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent, in the State of Florida.

1. The name of the Corporation is Fort Pierce Athletic Association, Inc.
2. The name and address of the registered agent and office of the Corporation is:

Joseph Hayek  
2602 Rhode Island Avenue  
Fort Pierce, FL 34947

Signed:

(Signature)

(Date)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

JOSEPH HAYEK

21 MAY 28 AM 5:39  
SECRETARY OF  
TALLAHASSEE

FILED