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**ARTICLES OF INCORPORATION  
OF  
VHS BOYS SOCCER BOOSTERS, INC.**

THE UNDERSIGNED subscribers to these Articles of Incorporation, each a natural person competent to contract, do hereby associate themselves together for the purpose of forming a corporation not-for-profit, without capital stock, under the provisions of Chapter 617, Florida Statutes (2021).

**ARTICLE I  
NAME AND ADDRESS**

The name of this corporation is **VHS BOYS SOCCER BOOSTERS, INC.** [hereinafter, the "Corporation"], and the principal address is 1 Fairway Drive, Englewood, Florida, 34223.

**ARTICLE II  
DURATION**

This corporation shall exist perpetually, commencing as of the date of execution of these Articles of Incorporation.

**ARTICLE III  
PURPOSES**

The purposes for which the Corporation is formed are to provide and exercise any and all powers, rights, and privileges that a non-profit corporation organized under Chapter 617 of the Florida Statutes (2021) by law may now or hereafter have or exercise, including the support of public high school boys soccer sports programs.

The Corporation exists for the purpose of educating, promoting, and supporting the sport of high school soccer. Education, promotion and support includes but is not limited to, providing services and financial assistance to public soccer programs such as the Venice High School Boys Soccer Team to:

- 1) Aid in the provision of coaching and educational camps or seminars for soccer.
- 2) Aid in the acquisition of equipment for soccer.
- 3) Coordinate boys high school soccer related events among its own members and with other similarly constituted organization for the benefit, enjoyment, instruction, and well-being of its members.

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The Corporation is organized exclusively for charitable and educational purposes within the meaning of, and under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

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 federal tax code.

The activities of the Corporation shall be financed by voluntary membership dues and/or such other legally permissible sources of revenue as may, from time-to-time, become available. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 described in section 501(c)(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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

#### **ARTICLE IV** **MEMBERSHIP**

##### **Section 1:     *Initial Membership***

The initial membership of the corporation shall consist of those persons who have signed these Articles of Incorporation as incorporators, together with all persons who are hereafter received or elected into membership as hereinafter provided.

##### **Section 2:     *Eligibility***

The membership of the Corporation shall be composed of individuals who have evidenced concern and interest in its purposes.

##### **Section 3:     *Election***

Eligible individuals may become members at any annual, special or regular meeting of the Board of Directors upon a two-thirds (2/3rds) favorable vote of those Directors present and voting at such meeting.

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Section 4: *Removal*

Any member of the corporation may be removed from membership at any annual, special or regular meeting of the Board of Directors upon a two-thirds (2/3rds) vote of the Directors present and voting at such meeting.

**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of the corporation shall be 515 Plantation Road, Venice Florida 34293, and the name of the initial Registered Agent at that address shall be Michele Groves.

**ARTICLE VI**  
**DIRECTORS**

Section 1: *Initial Directors*

The Corporation shall have three (3) Directors initially. The names and addresses of the initial Directors of the corporation are:

<u>Names</u>	<u>Addresses</u>
Orlando Priede	1 Fairway Drive Englewood, Florida 34223
Michele Groves	515 Plantation Road Venice, Florida 34293
Jennifer Mergos	3133 Kennedy Drive Venice, Florida 34292

Section 2: *Number*

The property, effects, actions and concerns of the Corporation shall be vested in a Board of Directors, the number of which may be increased or decreased from time-to-time pursuant to the By-Laws, but which shall never be less than three (3). The members of the Board shall, upon election, immediately enter into the performance of their duties and shall continue in office until their successors are duly elected and qualified.

Section 3: *Election and Term*

At each annual meeting of the Corporation held after the filing of these Articles of Incorporation there shall be an election by ballot for three (3) Directors who shall serve for a term of one (1) year. At the expiration of his or her term, any Director may be re-elected.

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**ARTICLE VII**  
**OFFICERS**

Section 1: *Officers*

The officers of the Corporation shall be a President, a Vice-President, a Secretary, a Treasurer, and such other officers as may be provided for in the By-Laws.

Section 2: *Initial Officers*

The names and addresses of the persons who are to serve as initial officers of the Corporation until the first meeting of the Board of Directors are:

Names

Orlando Priede 1 Fairway Drive Englewood, Florida 34223	President
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Michele Groves 515 Plantation Road Venice, Florida 34293	Vice President
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Jennifer Mergos 3133 Kennedy Drive Venice, Florida 34292	Secretary, Treasurer
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Section 3: *Election*

The officers shall be selected at the annual meeting of the Board of Directors, or as provided by the By-Laws of the Corporation.

**ARTICLE VIII**  
**INCORPORATORS**

The name and address of the incorporator executing these Articles is:

Orlando Priede  
1 Fairway Drive  
Englewood, Florida 34223  
okpriede@msn.com

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## **ARTICLE IX**

### **BY-LAWS**

The By-Laws of the Corporation shall be adopted by the initial Board of Directors, as named in these Articles. Thereafter, the By-Laws of the Corporation may be amended, rescinded or replaced at any time by two-thirds (2/3rds) vote of the corporate membership present, or voting by proxy at any properly convened corporate meeting; provided that the notice of any meeting wherein such a vote is taken, shall include a text of the proposed amendment to the By-Laws and shall have been furnished by hand or United States Mail, to each member of the Corporation at least twenty-one (21) days prior thereto.

## **ARTICLE X**

### **AMENDMENT OF ARTICLES OF INCORPORATION**

Amendments to these Articles may be proposed by any member of the corporation. These Articles of Incorporation may be amended by a two-thirds (2/3rds) vote of those members of the Corporation present, or voting by proxy, at any meeting thereof; provided that notice of any meeting wherein such a vote is to be taken, shall include a text of the proposed amendment of the Articles and shall have been furnished either by hand or United States Mail, to each member of the Corporation at least twenty-one (21) days prior thereto.

## **ARTICLE XI**

### **INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by the Florida General Corporations Act.

## **ARTICLE XII**

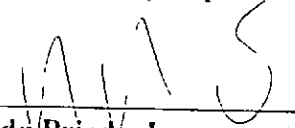
### **CORPORATE ACTIVITY RESTRICTED TO NOT-FOR-PROFIT CHARACTER**

Notwithstanding any provision of these Articles of Incorporation, this Corporation shall not carry on any activities not permitted to be carried on by a corporation not-for-profit under the laws of the State of Florida, or which would cause it to lose its right to elect, under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Code), to receive certain tax benefits in effect, permitting the exclusion of its exempt function from its gross income; nor shall any part of the net earnings of the Corporation be permitted to inure to the benefit of any member, director or officer.

**ARTICLE XIII**  
**DEDICATION OF ASSETS**

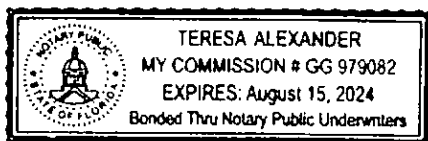
The corporation dedicates all assets which it may acquire to the purposes set forth in Article III hereinabove. In the event of dissolution or other termination of the Corporation, no part of the property of the Corporation nor any of the proceeds thereof, shall be distributed to the members of the Corporation as such, but all such property shall, subject to the discharge of all valid obligations of the Corporation, be distributed to an exempt organization under Section 501(c)(3) of the Internal Revenue Code for 1954 (or the corresponding provision of any future United States Internal Revenue Code) or to the federal government or to a state or local government, for a public purpose, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed by a Court of competent jurisdiction of the County in which the principal office of the Corporation is then located, to such organization or organizations as said Court shall determine, which are organized and operated and operated exclusively for such purpose.

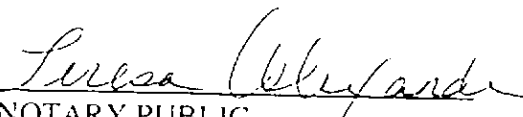
IN WITNESS WHEREOF, I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

  
\_\_\_\_\_  
(Orlando Priede, Incorporator)

STATE OF FLORIDA  
COUNTY OF Sarasota

The foregoing Articles of Incorporation were acknowledged before me this 10<sup>th</sup> day of November, 2021 by Orlando Priede, who is personally known to me or who produced \_\_\_\_\_ as identification.



  
\_\_\_\_\_  
NOTARY PUBLIC  
My commission expires: Aug 15, 2024

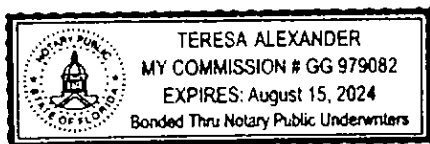
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Having been named as Registered Agent to accept service of process for the above-stated corporation at the place designated in this Certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

Michele Groves  
Michele Groves, Registered Agent

STATE OF FLORIDA  
COUNTY OF Sarasota

The foregoing Articles of Incorporation were acknowledged before me this 10<sup>th</sup> day of November 2021 by Michele Groves, who is personally known to me or who produced FL Driver License as identification.



Teresa Alexander  
NOTARY PUBLIC  
My commission expires: Aug 15, 2024

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TALLAHASSEE, FL