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Florida Department of State
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FLORIDA PROFIT/NON PROFIT CORPORATION

Sharks 4154 Parent Boosters, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	06
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
SHARKS 4154 PARENT BOOSTERS, INC.
(a Florida Not for Profit Corporation)**

**ARTICLE I
NAME**

The name of the corporation shall be: Sharks 4154 Parent Boosters, Inc. (the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of the Corporation shall be 401 E Las Olas Blvd, Suite 2000, Ft Lauderdale, FL 33301, or at such other places as may be designated, from time to time, by the Board of Directors.

**ARTICLE III
PURPOSE; RIGHTS; POWERS**

The Corporation is organized exclusively for charitable, religious, and educational 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 organized to operate as a "public charity" as described in the Internal Revenue Code. The principal purpose for which the Corporation is organized is to support the education, skills, knowledge, sportsmanship, and teamwork of students within the community who are involved with VEX Robotics, specifically VEX Team Sharks Robotics 4154, their programs, activities, affiliates. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its 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 the purpose clause hereof. Notwithstanding any other provision of this document, the Corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) 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 charitable purposes.

**ARTICLE IV
MANNER OF ELECTION**

The members of the Board of Directors shall be elected as provided in the Bylaws of the Corporation.

ARTICLE V CAPITAL STOCK

The Corporation shall have no capital stock and shall initially have no members as further described in the By-Laws of the Corporation.

ARTICLE VI INDEMNIFICATION

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a member of the Board of Directors or as an officer of the Corporation as set forth in the By-Laws of the Corporation.

ARTICLE VII DISSOLUTION

Upon termination or dissolution of the Corporation, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Corporation hereunder shall be selected by the discretion of a vote of the majority of the Board of Directors and if the Board of Directors cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity, filed in a court of proper jurisdiction against the Corporation by one (1) or more of the members of the Board of Directors which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of the Florida to be added to the general fund.

ARTICLE VIII PROHIBITION AGAINST DISTRIBUTION OF INCOME

The Corporation is one which does not permit pecuniary gain or profit. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its 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 of the Corporation. 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 Amended and Restated Articles of Incorporation, the Corporation shall not carry on any 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 IX INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Registered Agents, Inc.
7901 4th St N STE 300
St. Petersburg, FL 33702.

ARTICLE X INCORPORATOR

The name and address of the incorporator is as follows:

Kara L MacCullough
401 E Las Olas Blvd., Suite 2000
Ft. Lauderdale, FL 33301

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned, for the purpose of adopting the Corporation's Articles of Incorporation pursuant to the laws of the State of Florida, has executed these Articles of Incorporation as of the 6th day of February, 2023

Sharks 4154 Parent Boosters, Inc.


Name: Kara MacCullough
Title: Incorporator

Statement of Consent by Registered Agent

I, David Roberts, hereby affirm that Registered Agents Inc has consented to and accepted the appointment as the authorized registered agent to receive and accept service of process within the jurisdiction of Florida, on behalf of the entity Sharks 4154 Parent Boosters, Inc.

Service of process may be completed by clearly directing any communications towards the intended entity recipient "To: Sharks 4154 Parent Boosters, Inc. in care of RA: Registered Agents Inc" and delivered to the following address:

7901 4th St N STE 300, St. Petersburg, FL 33702, USA

Date 02/08/2023

x David Roberts

Title: