

N24000004505

Florida Department of State
 Division of Corporations
 Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H24000134105 3)))



H240001341053ABCU

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
 Division of Corporations
 Fax Number : (850)617-6381

From:
 Account Name : PURCELL, FLANAGAN, HAY & GREENE, P.A.
 Account Number : 071722000522
 Phone : (904)355-0355
 Fax Number : (904)355-0820

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**FLORIDA PROFIT/NON PROFIT CORPORATION
 BOLD CITY SOCCER CLUB, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

2024 APR 12 PM 2:49
 1)
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 2024 APR 12 PM 1:58
FILED



**ARTICLES OF INCORPORATION
OF
BOLD CITY SOCCER CLUB, INC.**

The undersigned, for the purpose of forming a corporation not for profit under the laws of the State of Florida, Chapter 617, the Florida Not For Profit Corporation Act, adopts the following Articles of Incorporation:

**Article I
Name**

The name of this corporation shall be Bold City Soccer Club, Inc.

**Article II
Principal Office and Mailing Address**

The principal place of business and mailing address of this corporation shall be:

3801 Saltmeadow Court S.
Jacksonville, Florida 32224

**Article III
Initial Registered Agent and Address**

The name and street address of the initial registered agent of this corporation are:

Robert Brian Flinchum
3801 Saltmeadow Court S.
Jacksonville, Florida 32224

**Article IV
Incorporator**

The name and street address of the incorporator of this corporation are:

Robert Brian Flinchum
3801 Saltmeadow Court S.
Jacksonville, Florida 32224

Kyle M. Johnson, Esq.
Purcell, Flanagan, Hay & Greene, P.A.
1548 Lancaster Terrace
Jacksonville, Florida 32204
(904) 355-0355
Fla. Bar No.: 98606

FILED
2024 APR 12 PM 1:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article V
Effective Date; Duration

- 5.1. Effective Date. Corporate existence shall commence on the date these Articles are executed.
- 5.2. Duration. This corporation shall exist perpetually.

Article VI
Purposes

6.1. Purposes. This corporation is organized exclusively for charitable, educational, religious and scientific 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 of 1986, as amended, or corresponding section of any future federal tax code (the "Code"). It is intended that this corporation shall not engage in any activity for pecuniary profit.

6.2. Limitations on Actions. All of the assets and earnings shall be used exclusively for the purposes set forth herein, and 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. 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 any political campaign on behalf of any candidate for public office.

Article VII
Directors

7.1. Number of Directors. This corporation shall have six (6) directors initially. The number of directors may be increased or diminished from time to time, but shall never be less than the number required by F.S. Section 617.0803(1) or successor provision.

7.2. Initial Directors. The name and street address of the initial directors of the corporation are:

Robert Brian Flinchum
3801 Saltmeadow Court S.
Jacksonville, Florida 32224

Denise Marie Flinchum
3801 Saltmeadow Court S.
Jacksonville, Florida 32224

FILED
2024 APR 12 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bryce Matthew Flinchum
3801 Saltmeadow Court S.
Jacksonville, Florida 32224

Colton James Flinchum
3801 Saltmeadow Court S.
Jacksonville, Florida 32224

Fabian O. Banchiero
450 State Road 13 N., Suite 106, PMB 403
St. Johns, Florida 32259

Jordan William Pelletier
2026 Merced Court
Jacksonville, Florida 32224

7.3. Election. The directors shall be elected for the term and by the method stated in the corporation's bylaws.

7.4. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its board members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

7.5. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

Article VIII **Dissolution**

Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation by distributing the assets to such organization or organizations which, at such time, is or are qualified as an exempt organization under Section 501(c)(3) of the Code, as the board of directors shall determine.

Article I **Bylaws**

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by the board of directors.

**Article
Amendment**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation.

**Article I
Restrictions on Private Foundations**

If this corporation is classified as a private foundation within the meaning of Section 509 of the Code and is not an operating foundation, as defined in Section 4942(j)(3) of the Code, then the following provisions shall apply:

11.1. The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code.

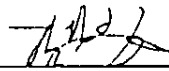
11.2. The corporation will not engage in any acts of self-dealing as defined in Section 4941(d) of the Code.

11.3. The corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code.

11.4. The corporation will not make any investments in a manner as to subject it to tax under Section 4944 of the Code.

11.5. The corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code.

The incorporator affirms the facts stated herein are true as of 4/12/2024.



ROBERT BRIAN FLINCHUM,
Incorporator

CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Sections 48.091, 617.0202 and 617.0501, Florida Statutes, the following is submitted:

Bold City Soccer Club, Inc., desiring to organize or qualify under the laws of the State of Florida, hereby designates Robert Brian Flinchum as its registered agent to accept service of process within the State of Florida, and the address of its registered office shall be 3801 Saltmeadow Court S., Jacksonville, Florida 32224.

DATED 4/12/2024.



ROBERT BRIAN FLINCHUM,
Incorporator

Having been named as registered agent 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.

DATED 4/12/2024.



ROBERT BRIAN FLINCHUM,
Registered Agent