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FLORIDA PROFIT/NON PROFIT CORPORATION
SUNCOAST AERO CLUB, INC.

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**Articles of Incorporation
of
Suncoast Aero Club, Inc.
A Florida Not For Profit Corporation**

**ARTICLE I
CORPORATE NAME AND ADDRESS**

The name of this Corporation is **Suncoast Aero Club, Inc.** The street address of this Corporation is: 150 Airport Avenue, Venice, Florida 34285.

**ARTICLE II
PERPETUAL EXISTENCE**

The Articles of Incorporation shall be effective as of the date of filing with the Florida Department of State, Division of Corporations, and the Corporation shall have perpetual existence thereafter.

**ARTICLE III
PURPOSE**

The purpose of this not for profit Corporation is to operate a not for profit organization having solely such charitable and educational purposes as will qualify it as an exempt organization under 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, to develop and further the education, instruction, and training of persons in matters involving, pertaining to and regarding aerodynamic, aerospace, and aviation education, careers, history, safety, and tradition, and in the operation, maintenance, navigation and preservation of the various categories and classifications of aircraft; to educate, instruct, prepare, teach and train persons to operate and fly the various categories and classifications of aircraft in a careful, disciplined, responsible, safe, and skillful manner; to facilitate forums, lectures, meetings, panel discussions, seminars, training courses and other activities designed to achieve the purposes of the Corporation. Further, the Corporation may also raise, receive, distribute and maintain a fund or funds for the acquisition by lease or purchase of suitable aircraft and related parts, and to educate, instruct, prepare, teach and train persons to operate and fly such aircraft, and for the acquisition of personal or real property for any one or more of the purposes of the Corporation and for any one or more lawful purposes within the scope of the purposes of the Corporation.

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ARTICLE IV MEMBERS

The Corporation shall not be obligated or required to have any members. However, should the Board of Directors of the Corporation determine that the Corporation shall have members, the Board of Directors of the Corporation shall provide for one (1) or more classes of non-voting members, the method of selecting and admitting members, the criteria for membership, the classification of members, and the rights of the members of each class shall be as set forth in the Bylaws of the Corporation. Notwithstanding the foregoing, there shall be no policy whatsoever providing for any form of discrimination against any person based on sex, race, color or religion.

ARTICLE V PROHIBITIONS

Notwithstanding anything in these Articles of Incorporation to the contrary, no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any of 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 III hereof. 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 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 future federal tax code.

ARTICLE VI INITIAL REGISTERED AGENT

The name and street address of the Initial Registered Agent is:

Name: Kraig H. Koach
Address: 2750 Ringling Boulevard, Suite 3
Sarasota, Florida 34237

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ARTICLE VII BOARD OF DIRECTORS AND OFFICERS

The Corporation shall have a Board of Directors consisting of at least three (3) individuals and no more than nine (9) individuals.

1. The number of Directors may be increased or decreased from time to time by amendment or in the manner provided in the bylaws, but the Corporation shall never have fewer than three directors.
2. Directors shall be elected or appointed in the manner and for the terms as provided in the Bylaws.
3. Directors may be divided into classes and the terms of office of the several classes need not be uniform. Each Director shall hold office for the term to which he or she is elected or appointed and until his or her successor has been elected or appointed and qualified or until his or her earlier resignation, removal from office, or death. All terms of office shall be held as provided in the Bylaws.
4. The affairs of the Corporation are to be managed by a President, Vice President, Secretary, and a Treasurer and such other Officers or Committees as the Board of Directors may deem necessary from time to time as provided in the Bylaws. Such Officers shall be elected by the Board of Directors as provided in the Bylaws. Such Officers shall have the ability to conduct all business on behalf of the Corporation including the powers to sign all checks, contracts, open and close bank accounts and all other financial accounts, transact all business for the Corporation and assign any such duties to other Directors as needed.

ARTICLE VIII INCORPORATOR

The name and street address of the Incorporator who is signing these Articles of Incorporation is:

Name: Rod Spurlock
Address: 276 Fareham Drive, Venice, Florida 34293

ARTICLE IX DIRECTORS

The names and street addresses of the Officers and Directors are as follows:

Spurlock, Rod, President/Executive Director
Address: 276 Fareham Drive, Venice, Florida 34293

Sickler, Terry, Vice President/Director
Address: 132 Fairway Road, Rotunda West, Florida 33947

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Award, Austin, Treasurer/Director

Address: 3303 Nacciss Terrace, North Port, Florida 34286

Kinsella, Greg, Secretary/Director

Address: 217 Cohosh Road, Nokomis, Florida 34275

Kramer, Mike, Activities Advisor/Director

Address: 508 Wexford Drive, Venice, Florida 34293

Blanton, Toby, Project Advisor/Director

Address: 11765 Altamonte Court, Venice, Florida 34293

Fazio, Peter, Project Advisor/Director

Address: 519 Casey Key Road, Nokomis, Florida 34275

**ARTICLE X
INDEMNITY OF DIRECTORS AND OFFICERS**

The Corporation shall indemnify, hold harmless, and defend, including, but not limited to, attorneys' fees and costs, any Director or any Officer for any acts or alleged acts committed or allegedly committed by such Director or Officer while serving in his or her capacity as a Director or as an Officer of the Corporation to the extent permitted by Florida and Federal law.

**ARTICLE XI
BYLAWS**

The power to adopt, alter, or amend the Bylaws shall be vested in the Board of Directors of this Corporation.

**ARTICLE XII
AMENDMENTS**

These Articles of Incorporation may be amended or restated only by a two-thirds (2/3) affirmative vote of those Directors present, at a meeting of the Board of Directors of the Corporation at which a quorum is present; provided that the proposed amendment(s) has been submitted to the Board of Directors at least ten days before final action is taken. The purpose of the Corporation may only be amended by unanimous vote of the Board of Directors.

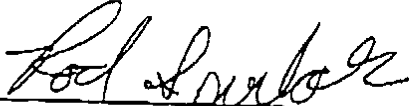
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**ARTICLE XIII
DISSOLUTION**

Upon the dissolution of this Corporation, the assets lawfully available for distribution of this Corporation shall be distributed to one or more exempt organizations having such exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, as will qualify it as an exempt organization under 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws with the primary goal of distributing to any one or more exempt organization(s) having a similar charitable purpose as Suncoast Aero Club, Inc. or if none, then such assets shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned Director executes these Articles of Incorporation, duly adopted by majority vote of the Board of Directors, on behalf of the Board of Directors this 27th day of October, 2023.



Rod Spurlock, President

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.



Kraig H. Koach, Registered Agent