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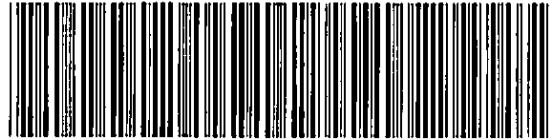
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## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** Professional Charter Captains of Sarasota Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Erik Treutlein, Legalzoom.com, Inc.  
\_\_\_\_\_  
Name (Printed or typed)

9900 Spectrum Drive  
\_\_\_\_\_  
Address

Austin, TX 78717  
\_\_\_\_\_  
City, State & Zip

323 962-8600 ext. 9724  
\_\_\_\_\_  
Daytime Telephone number

ramanagement@legalzoom.com

E-mail address: (to be used for future annual report notification)

**NOTE:** Please provide the original and one copy of the articles.

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**ARTICLES OF INCORPORATION**  
In compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I NAME**

The name of the corporation shall be: Professional Charter Captains of Sarasota Inc.

**ARTICLE II PRINCIPAL OFFICE**

Principal street address:  
4604 Old Bradenton Rd.

Sarasota, FL 34234

Mailing address, if different is:

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: Please see attachment

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CLERK OF COURT  
CLERK OF COURT  
CLERK OF COURT

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed: The method by which the directors of the corporation are elected or appointed will be stated in the bylaws.

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: Douglas C. Ricciardi (D)

Address: 4604 Old Bradenton Rd.  
Sarasota, FL 34234

Name and Title: Milton Botrager (D)

Address: 4604 Old Bradenton Rd.  
Sarasota, FL 34234

Name and Title: Will Thompson (D)

Address: 4604 Old Bradenton Rd.  
Sarasota, FL 34234

Name and Title: Tom Reuter (D)

Address: 4604 Old Bradenton Rd.  
Sarasota, FL 34234

Name and Title:

Address:

Name and Title:

Address:

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address \_\_\_\_\_ Address: \_\_\_\_\_

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address \_\_\_\_\_ Address: \_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: United States Corporation Agents, Inc.

Address: 476 Riverside Ave.

Jacksonville, FL 32202

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CORPORATION  
DIVISION  
TALLAHASSEE, FL

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: Douglas C. Ricciardi

Address: 4604 Old Bradenton Rd.

Sarasota, FL 34234

**ARTICLE VIII EFFECTIVE DATE:**

Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

*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*

04/21/2024

Required Signature of Registered Agent

Date

Erik Treutlein, United States Corporation Agents, Inc.

*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.*

Required Signature of Incorporator

Date

Douglas C. Ricciardi

4/22/2024

## **Professional Charter Captains of Sarasota Inc.**

### **Article I:**

Name The name of the organization is the Professional Charter Captains of Sarasota Inc..

### **Article II:**

#### **Nonprofit**

The organization is a nonprofit corporation and shall not have any authority to issue stock. The organization is organized exclusively for charitable, educational, and scientific purposes under Section 501(c)(6) of the Internal Revenue Code, or corresponding section of any future federal tax code.

### **Article III:**

#### **Duration**

The duration of the corporate existence shall be perpetual.

### **Article IV:**

#### **Purpose**

The purpose of this corporation shall be:

To advocate for and support the charter-for-hire industry in Sarasota. To promote sustainable fishing practices and ensure the conservation of marine ecosystems. To provide educational and networking opportunities for members.

To engage with the community and enhance the economic impact of the charter industry.

### **Article V:**

#### **Principal Office**

The principal office of the corporation is located at  
4604 Old Bradenton Road, Sarasota, Florida 34234.

#### **Associate Directors;**

Milton Botrager

Will Thompson

Tom Reuter

Douglas Ricciardi

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PROFESSIONAL CHARTER CAPTAINS OF SARASOTA INC.

**Article VI:**

Registered Agent  
Douglas Ricciardi  
4604 Old Bradenton Rd  
Sarasota, Fl. 34234

This agent is lawfully authorized to accept service of process  
for the corporation in the state of Florida.

**Article VII:**

Membership

The corporation shall have members. The eligibility, rights, and obligations of  
members shall be determined according to the bylaws.

**Article VIII:**

Board of Directors

The affairs of the corporation shall be managed by a Board of Directors.  
The number, terms of office, manner of election, and qualifications of directors  
shall be as set forth in the bylaws.

**Article IX:**

Officers

The officers of the corporation shall be a Chairman,  
Vice Chairman, Communications Secretary, and Treasurer, and any other officers  
as may be determined by the Board of Directors. The roles and responsibilities of  
the officers shall be defined in the bylaws.

**Article X:**

Personal Liability

No member, director, or officer of the corporation shall be personally liable for the  
debts or obligations of the corporation of any nature whatsoever, nor shall any of  
the property of the members, directors, or officers be subject to the payment of the  
debts or obligations of this corporation.

**Article XI:**

**Indemnification**

The corporation may, by resolution of the Board of Directors, provide for indemnification by the corporation of any and all of its directors or officers against expenses actually and necessarily incurred by them in connection with the defense of any action, suit, or proceeding, in which they or any of them are made parties, or a party, by reason of having been directors or officers of the corporation.

**Article XII:**

**Dissolution Upon**

the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(6) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

**Article XIII:**

**Amendments**

These Articles may be amended as provided in the bylaws.

**Article XIV:**

**Incorporator**

Douglas Ricciardi  
4604 Old Bradenton Rd  
Sarasota, Fl. 34234  
(941) 587-6150

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# **Bylaws for Professional Charter Captains of Sarasota Inc.**

These articles outline the structure, governance, and operational guidelines of our organization.

## **Article I:**

Professional Charter Captains of Sarasota Inc.

The purpose of the association;

To promote the interests of charter captains, foster cooperation among members, advocate for the industry, and enhance for hire charter opportunities for the community. To collectively retain legal counsel who can provide protection against legislation that could harm the livelihood of charter captains.

## **Article II:**

Membership:

U.S. coast guard 6 pack license

But running no more than 6 clients per vessel.

Registered L.L.C. Business State of Florida

Membership Dues:

Annual membership dues shall be established by the Board of Directors and are payable by all members.

\$200 Initial Membership Fee (first year)

## **Article III:**

Board of Directors Composition:

The Board of Directors shall consist of elected members, including a Chairman, Vice Chairman, Communications Secretary, Treasurer, and additional directors as necessary.

Powers and Duties:

The Board shall oversee the affairs of the association, manage finances, plan events, and make decisions on based on a vote from the membership.

Elections:

Directors shall be elected by the membership for 1 Year and elections shall be conducted according to established procedures.

## **Article IV:**

### Meetings Regular Meetings:

The association shall hold regular meetings for members at least once per quarter.

### Special Meetings:

Special meetings may be called by the Chairman or upon written request of a specified number of members.

Quorum: *(the minimum number of members of an assembly or society that must be present at any of its meetings to make the proceedings of that meeting valid.)*

A quorum for meetings shall be established, and decisions shall be made by a majority vote of members present.

### Article V:

#### Finances Fiscal Year:

The fiscal year of the association shall be

September

#### Budget:

The Board shall prepare an annual budget and present it to the membership for approval.

#### Financial Records:

Accurate financial records shall be maintained and made available for review by members.

### Article VI:

Amendment Process: These bylaws may be amended by a majority vote of the membership, provided that notice of the proposed amendments has been given in advance.

### Article VII:

#### Dissolution Procedure:

In the event of dissolution, any remaining assets of the association shall be distributed for an exempt purpose within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

### Article VIII:

#### Financial Procedures

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#### Bank Account Withdrawals:

Any withdrawal of funds from the association's bank account shall require the signatures of two authorized individuals.

##### A. Authorized Signatories:

Authorized signatories shall include the Chairman, Vice Chairman and Treasurer, and/or any other designated officer approved by the Board of Directors.

##### B. Dual Signature Requirement:

No single individual shall have the authority to withdraw funds independently; instead, two authorized individuals must jointly sign withdrawal requests.

##### C. Record Keeping:

Documentation of all withdrawals, including the purpose and amount, shall be maintained and made available for inspection by members.

This amendment ensures accountability and financial oversight by requiring multiple authorized individuals to authorize withdrawals, thereby safeguarding the association's financial assets.

#### Conflict of Interest:

Procedures for handling conflicts of interest among members and directors shall be established. These are general provisions that may be included in the bylaws of the Professional Charter Captains Association of Sarasota. The specifics would depend on the needs and objectives of the association and should be tailored accordingly.

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