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**RICKEY L. FARRELL**

ATTORNEY AT LAW, P.A.  
1595 S.E. PORT ST. LUCIE BOULEVARD  
PORT ST. LUCIE, FL 34952  
(407) 335-5455  
FAX (407) 337-3485

January 10, 1995

State of Florida  
Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RECEIVED  
JAN 11 1995  
STATE OF FLORIDA  
DIVISION OF CORPORATIONS

RE: Port St. Lucie High School Bank Boosters  
Association, Inc.

Dear Sir:

Enclosed is an original and one copy of the Articles of Incorporation for the above-referenced corporation, together with the Certificate Designating Registered Agent. Please file the original in your offices and certify and return to us a certified copy.

I am enclosing a check in the amount of \$122.50 covering:

\$ 35.00	-	Filing Fee
52.50	-	Certified Copy
<u>35.00</u>	-	Registered Agent Designation
\$122.50		

Thank you for your cooperation in this matter.

(Sincerely,

*Laura J. Maycen*  
Laura J. Maycen  
Assistant to  
Rickey L. Farrell

enc.

W95-1223

214  
2-24-95



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 18, 1995

LAURA MAYCEN  
1595 S.E. PORT ST. LUCIE BLVD.  
PORT ST. LUCIE, FL 34952

SUBJECT: PORT ST. LUCIE HIGH SCHOOL BANK BOOSTERS  
ASSOCIATION, INC.  
Ref. Number: W95000001223

We have received your document for PORT ST. LUCIE HIGH SCHOOL BANK BOOSTERS ASSOCIATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Nancy Hendricks  
Corporate Specialist

Letter Number: 995A00002005

**ARTICLES OF INCORPORATION  
OF  
PORT ST. LUCIE HIGH SCHOOL BAND BOOSTERS ASSOCIATION, INC.**

**FILED**

95 FEB 23 11 02 02

TALLAHASSEE

In order to form a corporation under and in accordance with the provisions of the laws of the State of Florida for the formation of a corporation not for profit we, the undersigned, hereby associate ourselves into a corporation for the purpose and with the powers hereinafter mentioned and, to that end, we do, by these Articles of incorporation, set forth:

**ARTICLE I - NAME**

The name of this corporation is Port St. Lucie High School Band Boosters Association, Inc. The corporate address shall be at 1201 S.E. Jaguar Lane, Port St. Lucie, Florida 34952.

**ARTICLE II - PRINCIPAL OFFICE**

The Address of the principal office of the Corporation is 1201 S.E. Jaguar Lane, Port St. Lucie, Florida 34952. The mailing address of the Corporation is 1201 S.E. Jaguar Lane, Port St. Lucie, Florida 34952.

**ARTICLE III - PURPOSE**

1. The purpose for which the corporation is organized is to be committed to actively support and promote the band program of Port St. Lucie High School; to protect the general welfare of the band program and students participating in the Port St. Lucie High School Band; to aid in chaperoning band trips and activities as well as assist with special committees as deemed necessary by the Board of Directors; to augment or encourage educational trips and activities that are sanctioned by the school, and to assist in fund raising to help finance certain extras not provided by the school board; and for any other lawful purpose or purposes not for primary profit and not specifically prohibited to non profit corporations under Florida law.

2. All activities and purposes of the corporation shall be limited exclusively for charitable, scientific, literary or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereinafter be amended.

3. It is the intent of the incorporators of this corporation to qualify as a charitable not for profit corporation according to Section 501(c)(3) of the Internal Revenue Code. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to any director or officer of the corporation or any member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no director or officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be or include the carrying on of propaganda or otherwise attempting to influence legislation and the corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

4. The corporation shall distribute its income for each taxable year at such time and in such

manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code or any corresponding provisions of any subsequent federal tax laws.

5. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

6. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

7. The corporation shall not make any investments in such manner as to subject it to tax under Section 4044 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

8. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

9. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code and the Regulations as they now exist or as they may hereafter be amended.

10. 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 exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the circuit court 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 the Court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE IV - DIRECTORS AND OFFICERS**

1. The affairs of the corporation shall be administered by a Board of Directors consisting of the number of directors determined by the Bylaws, but not less than three (3) directors.

2. Directors of the corporation shall be elected by the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

3. The business of the corporation shall be conducted by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the corporation and shall serve at the pleasure of the Board.

#### **ARTICLE V - MEMBERS**

The members of the corporation shall consist of those individuals that have an active interest in the Port St. Lucie High School Band. The Bylaws of the corporation shall contain provisions relating to

qualification for membership, the rights of members and other such matters.

#### ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

As set forth in the registered agent's written acceptance of his appointment, which is delivered to the Department of State, together with these articles of incorporation, the name and address of the initial registered agent for the Corporation is Rickey L. Farrell, 1595 S.E. Port St. Lucie Boulevard, Port St. Lucie, Florida 34952.

#### ARTICLE VII - INCORPORATORS

The initial incorporators of the corporation shall be:

Ralph Vandenburg  
2073 W. Dunbrooke Cir.  
Port St. Lucie, FL 34984

James Robbins  
255 S.W. Holden Terr.  
Port St. Lucie, FL 34984

Eric R.B. White  
334 S.E. Evans Ave.  
Port St. Lucie, FL 34983

Kathy Gardner  
183 N.E. Caprona Ave.  
Port St. Lucie, FL 34983

JoAnne Laprocina  
382 S.E. Strait Ave.  
Port St. Lucie, FL 34983

Teri Clancy  
2013 S.E. Hanford Rd.  
Port St. Lucie, FL 34952

Richard Falco  
1010 S.E. Euclid Ln.  
Port St. Lucie, FL 34983

Steve Krumfolz  
2257 Abcor Rd.  
Port St. Lucie, FL 34952

Sheryl Moore  
1120 Coral Reef St.  
Port St. Lucie, FL 34983

#### ARTICLE VIII - INITIAL DIRECTORS

Ralph Vandenburg  
2073 W. Dunbrooke Cir.  
Port St. Lucie, FL 34984

James Robbins  
255 S.W. Holden Terr.  
Port St. Lucie, FL 34984

Eric R.B. White  
334 S.E. Evans Ave.  
Port St. Lucie, FL 34983

Kathy Gardner  
183 N.E. Caprona Ave.  
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JoAnne Laprocina  
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Teri Clancy  
2013 S.E. Hanford Rd.  
Port St. Lucie, FL 34952

Richard Falco  
1010 S.E. Euclid Ln.  
Port St. Lucie, FL 34983

Steve Krumfolz  
2257 Abcor Rd.  
Port St. Lucie, FL 34952

Sheryl Moore  
1120 Coral Reef St.  
Port St. Lucie, FL 34983

#### ARTICLE IX - DURATION

This corporation shall continue in existence until dissolved by an Order issued by a Court of competent jurisdiction or until otherwise dissolved in accordance with Florida law. Upon dissolution, all assets remaining after discharging all debt, shall be distributed to one or more non profit corporations qualified under Section 501(c) of the Internal Revenue Code, as amended.

The undersigned have executed these Articles of Incorporation this 12<sup>th</sup> day of DEC, 1994

Signed:

Ralph Vandenberg

Eric R.B. White

JoAnne Laprocina

Richard Falco

Sheryl Moore

James Robbins

Kathy Gardner

Teri Clancy

Steve Krumboltz

#### STATE OF FLORIDA COUNTY OF ST. LUCIE

On the 10<sup>th</sup> day of Dec., 1994, before me personally appeared **RALPH VANDENBERG**, who produced FL. D.L. as identification or who is personally known to me and known to be the individual described in and who executed the foregoing instrument and he acknowledged that he executed same for the purposes therein expressed.

Eric R.B. White  
Notary Public, State of Florida at Large  
Printed Signature: ERIC R.B. WHITE  
Commission No/Expires: CC388945  
29 DEC 97

#### STATE OF FLORIDA COUNTY OF ST. LUCIE


On the 5<sup>th</sup> day of Dec., 1994, before me personally appeared **ERIC R.B. WHITE**, who produced FL. D.L. as identification or who is personally known to me and known to be the individual described in and who executed the foregoing instrument and he acknowledged that he executed same for the purposes therein expressed.

Laura H. Hays  
Notary Public, State of Florida at Large

STATE OF FLORIDA  
COUNTY OF ST. LUCIE


Printed Signature: Laura J. Mayeen -  
Commission No/Expires: CC 338945 -  
State of Florida at Large  
My Commission Expires:  
May 7, 1995

On the 5<sup>TH</sup> day of DEC, 1994, before me personally appeared KATHY GARDNER, who produced A. D. L. as identification or who is personally known to me and known to be the individual described in and who executed the foregoing instrument and she acknowledged that she executed same for the purposes therein expressed.

 ERIC R. B. WHITE  
COMMISSION # CC 338945  
EXPIRES DEC 29, 1997  
Atlantic Bonding Co., Inc.  
800-732-2245  
Notary Public, State of Florida at Large  
Printed Signature: ERIC R. B. WHITE  
Commission No/Expires: CC 338945  
29 DEC 97


STATE OF FLORIDA  
COUNTY OF ST. LUCIE

On the 5<sup>TH</sup> day of DEC, 1994, before me personally appeared JOANNE LAPROCINA, who produced FL. D. L. as identification or who is personally known to me and known to be the individual described in and who executed the foregoing instrument and she acknowledged that she executed same for the purposes therein expressed.

 ERIC R. B. WHITE  
COMMISSION # CC 338945  
EXPIRES DEC 29, 1997  
Atlantic Bonding Co., Inc.  
800-732-2245  
Notary Public, State of Florida at Large  
Printed Signature: ERIC R. B. WHITE  
Commission No/Expires: CC 338945  
29 DEC 97


STATE OF FLORIDA  
COUNTY OF ST. LUCIE

On the 5<sup>TH</sup> day of DEC, 1994, before me personally appeared TERI CLANCY, who produced FL. D. L. as identification or who is personally known to me and known to be the individual described in and who executed the foregoing instrument, and she acknowledged that she executed same for the purposes therein expressed.

 ERIC R. B. WHITE  
COMMISSION # CC 338945  
EXPIRES DEC 29, 1997  
Atlantic Bonding Co., Inc.  
800-732-2245  
Notary Public, State of Florida at Large  
Printed Signature: ERIC R. B. WHITE  
Commission No/Expires: CC 338945  
29 DEC 97

STATE OF FLORIDA  
COUNTY OF ST. LUCIE


On the 5<sup>TH</sup> day of DEC, 1994, before me personally appeared RICHARD FALCO, who produced FL. D. L. as identification or who is personally known to me and known to be the individual described in and who executed the foregoing instrument and he acknowledged that he executed same for the purposes therein expressed.

 ERIC R. B. WHITE  
COMMISSION # CC 338945  
EXPIRES DEC 29, 1997  
Atlantic Bonding Co., Inc.  
800-732-2245  
Notary Public, State of Florida at Large  
Printed Signature: ERIC R. B. WHITE  
Commission No/Expires: CC 338945  
29 DEC 97

STATE OF FLORIDA


COUNTY OF ST. LUCIE

On the 5<sup>TH</sup> day of DEC, 1994, before me personally appeared STEVE KRUMFOLZ, who produced FL. D.L. as identification or who is personally known to me and known to be the individual described in and who executed the foregoing instrument and he acknowledged that he executed same for the purposes therein expressed.

 ERIC R. B. WHITE  
COMMISSION # CC 338945  
EXPIRES DEC 29, 1997  
Notary Public, State of Florida at Large  
Printed Signature: ERIC R. B. WHITE  
Commission No/Expires: CC 338945  
19 DEC 97


STATE OF FLORIDA  
COUNTY OF ST. LUCIE

On the 5<sup>TH</sup> day of DEC, 1994, before me personally appeared SHERYL MOORE, who produced FL. D.L. as identification or who is personally known to me and known to be the individual described in and who executed the foregoing instrument and she acknowledged that she executed same for the purposes therein expressed.

 ERIC R. B. WHITE  
COMMISSION # CC 338945  
EXPIRES DEC 29, 1997  
Notary Public, State of Florida at Large  
Printed Signature: ERIC R. B. WHITE  
Commission No/Expires: CC 338945  
29 DEC 97

STATE OF FLORIDA  
COUNTY OF ST. LUCIE

On the 5<sup>TH</sup> day of DEC, 1994, before me personally appeared JAMES ROBBINS, who produced FL. D.L. as identification or who is personally known to me and known to be the individual described in and who executed the foregoing instrument and he acknowledged that he executed same for the purposes therein expressed.

 ERIC R. B. WHITE  
COMMISSION # CC 338945  
EXPIRES DEC 29, 1997  
Notary Public, State of Florida at Large  
Printed Signature: ERIC R. B. WHITE  
Commission No/Expires: CC 338945  
29 DEC 97



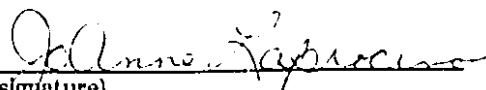
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0501 of the Florida Not For Profit Corporation Act, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent, in the State of Florida.

1. The name of the Corporation is Port St. Lucie High School Band Boosters Association, Inc.
2. The name and address of the registered agent and office of the Corporation is:

Rickey L. Farrell, Esquire  
1595 S.E. Port St. Lucie Boulevard  
Port St. Lucie, Florida 34952

Signed:

  
(signature)

JoAnne Laprocina

2/15/95

(date)

HAVING BEEN NAMED AS REGISTERED AGENT AND 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. IF 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.

  
RICKEY L. FARRELL, ESQUIRE

55 FEB 23 1995