

1200 HAYS STREET  
TALLAHASSEE, FL 32304

800-342-8086



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REFERENCE : 591963 80746A

AUTHORIZATION :

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ORDER DATE : May 5, 1995

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ORDER NO. : 591963

CUSTOMER NO: 80746A

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CUSTOMER: Mark Hulsey III, Esq  
FRANSON ALDRIDGE & SANDS, P.A.

Suite 200  
1551 Atlantic Boulevard  
Jacksonville, FL 32207

DOMESTIC FILING

NAME: ALIMACANI RECREATION BOOSTERS'  
CLUB, INC.

XXX ARTICLES OF INCORPORATION  
     CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
     PLAIN STAMPED COPY  
     CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
FILED  
MAY -5 AM 11:55 95 MAY 16 PM 1:24  
DIVISION OF CORPORATION SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. BROWN MAY 16 1995

~~1026/1015~~



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 5, 1995

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: ALIMACANI RECREATION BOOSTERS' CLUB, INC.  
Ref. Number: W95000009555

We have received your document for ALIMACANI RECREATION BOOSTERS' CLUB, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

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) 487-6932.

Teresa Brown  
Corporate Specialist

Letter Number: 395A00022121

ARTICLES OF INCORPORATION  
OF  
ALIMACANI RECREATION BOOSTERS' CLUB, INC.

FILED  
95 MAY 16 PM 1:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a nonprofit corporation for charitable, educational and scientific purposes under the provisions of Chapter 617 of the Florida Statutes, hereby adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation shall be: ALIMACANI RECREATION BOOSTERS' CLUB, INC.

ARTICLE II

Duration

The corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

ARTICLE III

Purposes

The corporation is organized exclusively for charitable, educational 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 1954 (or the corresponding provision of any future United States Internal Revenue law) and not for pecuniary profit.

ARTICLE IV

Membership

The only members of the corporation shall be the persons who qualify according to the manner of admission as referred to in the By-Laws.

ARTICLE V

Address

The initial street address of the principal office of this corporation is:

2051 San Pablo Road  
Jacksonville, FL 32224

The Board of Directors may from time to time move the principal office to any other address in Florida.

**ARTICLE VI**  
**Initial Office and Registered Agent**

The street address of the initial registered office of the corporation is 1551 Atlantic Boulevard, Suite 200, Jacksonville, FL 32207 and Mark Hulsey, III, is designated as the corporation's initial Registered Agent to accept service of process for the corporation at such address.

**ARTICLE VII**  
**Board of Directors**

Section 1. Number. The Board of Directors of the corporation shall consist of such number of persons as shall be provided in the By-Laws of the Corporation; however, in no event shall the Board of Directors consist of less than three (3) persons.

Section 2. Names and Addresses of Initial Members of the Board of Directors. The names and addresses of the persons who are to serve as the initial members of the Board of the corporation are as follows:

Frederick L. Dake	7781 Bayberry Road Jacksonville, FL 32256
Philip B. Galloway	704 Shipwatch Drive Jacksonville, FL 32225
Jan S. Tipton	503 6th Street North Jacksonville Beach, FL 32250

Section 3. Executive Committee. The Board of Directors may, pursuant to a resolution adopted by a majority of all of the members of the Board, designate two (2) or more of its members to constitute an executive committee, which, to the extent provided no such resolution, may exercise the powers of the Board of Directors.

Section 4. Election and Terms of Directors. The elections and terms of Directors shall be provided as stated in Article IV, Section 2 in the By-Laws of the Corporation.

**ARTICLE VIII**  
**Incorporator**

The name and address of the person signing these Articles of Incorporation is:

Mark Hulsey, III  
1551 Atlantic Boulevard, Suite 200  
Jacksonville, Florida 32207

**ARTICLE IX**  
Stock and Dividends Prohibited

The corporation shall have no capital stock, pay no dividends, distribute no part of the net income to its members, officers or directors, and the private property of its members shall not be liable for any obligation of the corporation.

**ARTICLE X**  
Limitations and Actions

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 and to make payments and distributions in furtherance of the purposes set forth in Article III. No substantial part of the activities of the corporation shall be the carrying on or 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 any candidate for public office. Notwithstanding any other provisions 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 of 1954 (or the corresponding provision of any future United States Internal Revenue law) or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

**ARTICLE XI**  
Distribution of Assets on Dissolution

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the 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 of 1954 (or the corresponding provision of any future United States Internal Revenue law), as the Board of Directors shall determine. Any 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 said court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE XII**  
**Powers**

Subject to the restriction and limitations set forth in Articles IX and X, the corporation shall have all powers and authorities as are now or may hereafter be granted to corporation not for profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for the public welfare and for charitable, educational and scientific purposes.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation for the purposes therein set forth, as of the 20th day of April, 1995. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Mark Hulsey III

Mark Hulsey, III

INCORPORATOR

STATE OF FLORIDA  
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared MARK Hulsey, III, to me known to be the person described herein, as the Incorporator and who executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 20th day of April, 1995.

Darlene E. Christian

Notary Public  
State of Florida at Large

Darlene E. Christian  
(Print Name)

My Commission Expires: 5/99