

# N95000003409

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July 13, 1995

SEC. TALLAHASSEE

TELEPHONE 904-752-1897  
FAX 904-752-8805

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



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-07/17/95--01039--011  
\*\*\*\*122.50 \*\*\*\*122.50

Re: SPIRIT OF THE SUWANNEE INDEPENDENT  
WINTER GUARD, INC.

Gentlemen:

I am enclosing an original and a copy of the Articles of Incorporation with respect to the above-referenced matter. Please file the original and certify the copy to be returned to me. My check in the amount of \$122.50 is enclosed in payment of the filing fee.

Sincerely yours,

Terry McDavid

TM/db

Enclosures

7-1945

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ARTICLES OF INCORPORATION

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SPIRIT OF THE SUWANNEE INDEPENDENT WINTER GUARD, INC.

BY THESE ARTICLES OF INCORPORATION the incorporators form a corporation under Florida law

1. NAME. The name of the corporation is SPIRIT OF THE SUWANNEE INDEPENDENT WINTER GUARD, INC.

2. PURPOSE. The purpose of which this corporation is organized is to teach commitment to Excellence through the Sport of the Arts; and to transact any and all lawful business for which corporations may be incorporated under Chapter 617, Florida Statutes.

3. MEMBERS.

(a) The members of the corporation shall be those persons, including corporations, who have demonstrated an interest in the purposes of the corporation, and who pay membership dues.

(b) Members of this corporation shall be admitted to membership by application to and approval by the Board of Directors of the corporation.

(c) This corporation shall issue no stock. No part of the net earnings of this corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons except that this 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 this article. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation.

This corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the publishing or distribution of statements. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on 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 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. On the dissolution of this corporation the board of directors shall dispose of all of the assets of this corporation exclusively for the purposes of this corporation in the manner or to the organization or organizations that are organized and operated exclusively for charitable, educational, religious or scientific purposes and that shall at the time 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, after paying or making provisions for the payment of all liabilities of this corporation. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county where the principal office of this corporation is then located exclusively for the purposes or to the organizations that the court determines are organized and operated exclusively for charitable, education, religious or scientific purposes.

4. TERM. This corporation shall exist perpetually.
5. SUBSCRIBER. The name and residence of the subscriber are:

| NAME                  | ADDRESS                                  |
|-----------------------|--|
| Joseph G. Flynn       | Route 3, Box 313A<br>Lake City, FL 32055 |
| John L. Burley        | 1603 31st Drive<br>Wellborn, FL 32094    |
| Janet L. Flynn        | Route 3, Box 313A<br>Lake City, FL 32055 |
| Tina M. Burley        | 1603 31st Drive<br>Wellborn, FL 32094    |
| Lonnie J. Haltiwanger | Route 5, Box 555B<br>Lake City, FL 32055 |

6. OFFICERS.

(a) The affairs of this corporation shall be managed by officers elected by the board of directors at its annual meeting. The officers shall serve until the next annual meeting of the board of directors, unless removed earlier in accordance with the bylaws.

(b) The names of the officers who shall serve until the election at the organizational meeting after these articles are approved are:

|                 |                 |
|-----------------|-----------------|
| President:      | Joseph G. Flynn |
| Vice President: | John L. Burley  |
| Secretary:      | Janet L. Flynn  |

7. DIRECTORS. This corporation shall have a board of directors of five directors initially. The manner in which directors will be elected or appointed will be determined in the bylaws. The number of directors shall be prescribed in the bylaws

from time to time. The names and addresses of the directors who shall serve until the first election are:

|                       |  |
|-----------------------|--|
| Joseph G. Flynn       | Route 3, Box 313A<br>Lake City, FL 32055 |
| John L. Burley        | 1603 31st Drive<br>Wellborn, FL 32094    |
| Janet L. Flynn        | Route 3, Box 313A<br>Lake City, FL 32055 |
| Tina M. Burley        | 1603 31st Drive<br>Wellborn, FL 32094    |
| Lonnie J. Haltiwanger | Route 5, Box 555B<br>Lake City, FL 32055 |

Vacancies in the initial board of directors occurring before the first election shall be filled by the directors remaining in office even though they do not constitute a quorum of the board of directors.

8. BYLAWS. The bylaws of the corporation shall be adopted by the board of directors.

9. AMENDMENTS. An amendment to these articles may be proposed by the board of directors or a member. Amendments shall be adopted by the board of directors by the affirmative vote of at least three fourths of the directors present and voting at a meeting at which a quorum is present.

10. PRINCIPAL OFFICE: The street address and mailing address of the corporation and of the initial registered office of the corporation is Route 3, Box 313A, Lake City, FL 32055, and the name of its registered agent at such address is Joseph G. Flynn.

11. MEMBERS MEETING. No act of the members shall be valid unless taken at a meeting of members after notice as prescribed in

the bylaws.

DATED on June 28, 1995.

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SECRET  
TALLAHASSEE, FLORIDA

Joseph G. Flynn

John L. Burley

Janet L. Flynn

Tina M. Burley

Lonnie J. Haltiwanger

STATE OF FLORIDA  
COUNTY OF COLUMBIA

The foregoing instrument was acknowledged before me this 28<sup>th</sup> day of June, 1995, by Joseph G. Flynn, John L. Burley, Janet L. Flynn, Tina M. Burley and Lonnie J. Haltiwanger, who are personally known to me or who have produced \_\_\_\_\_ as identification and who did not take an oath.

My Commission Expires:



OFFICIAL SEAL

MARTHA A. POGUE  
MY COMMISSION EXPIRES  
SEPTEMBER 01, 1995

Martha A. Pogue  
Notary Public

Printed, typed, or stamped name:

CONSENT OF RESIDENT AGENT

HAVING BEEN NAMED as resident agent for this corporation at the office designated in the foregoing Articles of Incorporation, to-wit: Route 3, Box 313A, Lake City, FL 32055, the undersigned accepts the designation.

Joseph G. Flynn