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DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 960495 8440A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Projects

ORDER DATE : May 20, 1996

ORDER TIME : 5:37 PM

ORDER NO. : 960495

CUSTOMER NO: 8440A

4000001832004

CUSTOMER: Douglas A. Daniels, Esq
DOUGLAS A. DANIELS, ESQ

Suite 400
149-f South Ridgewood Avenue
Daytona Beach, FL 32114

DOMESTIC FILING

NAME: SHERRIE TURCOTTE MEMORIAL
FUND, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

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5/21/96*

FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

96 MAY 21 AM 11:04

OF

SHERRIE TURCOTTE MEMORIAL FUND, INC.

A FLORIDA NONPROFIT CORPORATION

ARTICLE I

Corporate Name

The name of this corporation is Sherrie Turcotte Memorial Fund, Inc. The address of the principal office of the corporation is Post Office Box 291285, Daytona Beach, FL 32129, and the mailing address of the corporation shall be the same.

ARTICLE II

Corporate Nature

This is a nonprofit corporation, organized solely for general educational, amateur sports, and charitable purposes pursuant to the Florida Corporations Not For Profit law set forth in Section 617 of the Florida Statutes.

ARTICLE III

Duration

The term of existence of the corporation is perpetual.

ARTICLE IV

General and Specific Purposes

The specific and primary purposes for which this corporation is formed are:

- (a) for the advancement of education, amateur sports, and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.
- (b) to provide college scholarships and support for amateur hockey.

(c) to operate exclusively in any other manner for such charitable, amateur sports, and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, (or the corresponding provision of any other applicable Internal Revenue Law) as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

ARTICLE V

Management of Corporate Affairs

(a) Board of Trustees. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The number of Trustees of the corporation shall be five, provided, however, that such number may be changed by a bylaw duly adopted by the members.

The Trustees named herein as the first Board of Trustees shall hold office until the first meeting of members at which time an election of Trustees shall be held.

Trustees elected at the first annual meeting of members following the election of Trustees and until the qualification of the successors in office. Annual meetings shall be held in Daytona Beach, Florida, in February of each year, or at such other times or places as the Board of Trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Trustees under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Trustees without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Trustees to so act. Such statement shall be *prima facie* evidence of such authority.

The names and addresses of such initial members of the Board of Trustees are as follows:

<u>Name</u>	<u>Address</u>
Real Turcotte	Post Office Box 291285 Daytona Beach, FL 32129
Robin Mingus	Post Office Box 291285 Daytona Beach, FL 32129
Alfie Turcotte	Post Office Box 291285 Daytona Beach, FL 32129
Jeff Turcotte	Post Office Box 291285 Daytona Beach, FL 32129
Shelby Wielock	Post Office Box 291285 Daytona Beach, FL 32129

(b) Corporate Officers. The Board of Trustees shall elect the following officers: President, Vice-President, Secretary and Treasurer, and such other officers as the bylaws of this corporation may authorize the Trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Trustees. Until such election is held, the following persons shall serve as corporate officers:

<u>Name</u>	<u>Address</u>
President: Real Turcotte	Post Office Box 291285 Daytona Beach, FL 32129
Vice President: Alfie Turcotte	Post Office Box 291285 Daytona Beach, FL 32129
Secretary: Robin Mingus	Post Office Box 291285 Daytona Beach, FL 32129
Treasurer: Jeff Turcotte	Post Office Box 291285 Daytona Beach, FL 32129

ARTICLE VI

Earnings and Activities of Corporation

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members,

trustees, 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 IV hereof.

(b) 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 any candidate for public office.

(c) 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 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).

(d) Notwithstanding any other provision of these articles, this corporation shall not, except to any insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII

Distribution of Assets

Upon dissolution of the corporation, the Board of Trustees 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, religious, 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 Trustees shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

Membership

(a) The corporation shall have one class of members and no more than one membership may be held by any one person. The rights and privileges of all members shall be equal. Each member shall be entitled to one vote.

(b) Any person paying the dues provided for by the bylaws and agreeing to be bound by the Articles of Incorporation and the Bylaws of the corporation and by such rules and regulations as the trustees may from time to time adopt, is eligible for membership.

(c) A prospective member shall be eligible for membership upon presentation of an approved application by membership committee for approval and acceptance by the Board of Trustees.

ARTICLE IX

Subscribers

The names and residence address of the Subscribers of this corporation are as follows:

<u>Name</u>	<u>Address</u>
Real Turcotte	Post Office Box 291285 Daytona Beach, FL 32129
Alfie Turcotte	Post Office Box 291285 Daytona Beach, FL 32129
Robin Mingus	Post Office Box 291285 Daytona Beach, FL 32129
Jeff Turcotte	Post Office Box 291285 Daytona Beach, FL 32129
Shelby Wielock <i>EW</i> <i>CL</i>	Post Office Box 291285 Daytona Beach, FL 32129

ARTICLE X

Amendment of Bylaws

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not For Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, Bylaws

may be adopted, either by a resolution of the Board of Trustees, or by following the procedure set forth thereto in the Bylaws.

ARTICLE XI

Dedication of Assets

The property of this corporation is irrevocably dedicated to (religious) (educational) (charitable) purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XII

Registered Agent and Office

The address of the corporation's registered office shall be 149-F South Ridgewood Avenue, Suite 400, Daytona Beach, FL 32114, and the name of its registered agent at said address shall be Douglas A. Daniels.

ARTICLE XIII

Amendment of Articles

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to a quorum of members for their vote.

We, the undersigned, being the subscribers and incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 2nd day of May 1996.

Robert Turcotte
Subscriber

John Daniels
Subscriber

Dolores M. Miguez
Subscriber

John R. Smith
Subscriber

Shelby W. Wilcock
Subscriber

Registered Agent

STATE OF FLORIDA :
:ss
COUNTY OF VOLUSIA:

The foregoing instrument was acknowledged before me this 2nd
day of May, 1996, by Real Turcotte, who is personally
known to me or who has produced _____ as
identification and who did/did not take an oath.

Candace G. Edder
Notary Public, State of Florida

Candace G. Edder
Type, print or stamp name

My commission expires:



"OFFICIAL SEAL"
Candace G. Edder
My Commission Expires 2/18/2000
Commission #CC 533459

STATE OF FLORIDA :
:ss
COUNTY OF VOLUSIA:

The foregoing instrument was acknowledged before me this 2nd
day of May, 1996, by Alfie Turcotte, who is personally
known to me or who has produced _____ as
identification and who did/did not take an oath.

Candace G. Edder
Notary Public, State of Florida

Candace G. Edder
Type, print or stamp name

My commission expires:



"OFFICIAL SEAL"
Candace G. Edder
My Commission Expires 2/18/2000
Commission #CC 533459

STATE OF FLORIDA :
:ss
COUNTY OF VOLUSIA:

The foregoing instrument was acknowledged before me this 2nd day of May, 1996, by Robin Mingus, who is personally known to me or who has produced identification and who did/did not take an oath. as

Candace G. Edder
Notary Public, State of Florida

Candace G. Edder
Type, print or stamp name

My commission expires:

STATE OF FLORIDA :
:ss
COUNTY OF VOLUSIA:



"OFFICIAL SEAL"
Candace G. Edder
My Commission Expires 2/18/2000
Commission #CC 533459

The foregoing instrument was acknowledged before me this 2nd day of May, 1996, by Jeff Turcotte, who is personally known to me or who has produced identification and who did/did not take an oath. as

Candace G. Edder
Notary Public, State of Florida

Candace G. Edder
Type, print or stamp name

My commission expires:

STATE OF FLORIDA :
:ss
COUNTY OF VOLUSIA:



"OFFICIAL SEAL"
Candace G. Edder
My Commission Expires 2/18/2000
Commission #CC 533459

The foregoing instrument was acknowledged before me this 2nd day of May, 1996, by Shelby Wielock, who is personally known to me or who has produced SW W as identification and who did/did not take an oath.

Candace G. Edder
Notary Public, State of Florida

Candace G. Edder
Type, print or stamp name
My commission expires:



"OFFICIAL SEAL"
Candace G. Edder
My Commission Expires 2/18/2000
Commission #CC 533459

FILED
SECRETARY OF STATE
DEPARTMENT OF CORPORATIONS

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

96 MAY 21 AM 11:04

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized as a Florida corporation not for profit under the laws of the State of Florida, submits the following statement in designating its registered office/registered agent in the State of Florida.

1. The name of the corporation is: Sherrie Turcotte Memorial Fund, Inc.
2. The name and address of the registered agent and office is:

Douglas A. Daniels
149-F So. Ridgewood Avenue
Suite 400
Daytona Beach, FL 32114

Dated: January 31st, 1996.

Sherrie Turcotte Memorial Fund,
Inc.

By: Karl Turcotte
Real Turcotte, President

STATEMENT OF ACCEPTANCE

Having been appointed pursuant to Section 617.0501, Florida Statutes, to act as registered agent for the above stated corporation at the place designated in this certificate, I hereby accept such appointment and state that I am familiar with, and accept, the obligations of such position.

Dated: January 31st, 1996.

Douglas A. Daniels