

**W96000004858**  
**COUNTRYMAN & ASSOCIATES P.A.**  
**CERTIFIED PUBLIC ACCOUNTANTS**

FILED

96 SEP 18 AM 11:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

September 5, 1995

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

500001943555  
-09/10/96--01105--019  
\*\*\*122.50 \*\*\*\*122.50

Dear Sir \ Madam:

Enclosed please find a check for \$ 122.50 for the filing fees and a certified copy. Thank you for your help.

Sincerely,

*John A. Countryman*  
John A. Countryman

W96-19124  
634

JAC\sc

enclosures

*Handwritten initials and date:*  
9-19-96

September 17, 1996

Ms. Kathy Hyman  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: Land O'Lakes High School  
Band & Guard Boosters, Inc.  
W96000019124

Dear Ms. Hyman:

Thank you for your letter of September 11, 1996. I am sorry for any inconvenience that I caused you. Enclosed please find the corrected Articles. I believe that Article XII on page 6 should be correct. If you have any questions, you may contact me at (813) 949-1450 during the day.

Sincerely

  
John A. Countryman



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 11, 1996

COUNTRYMAN & ASSOCIATES, P.A.  
NORTH TAMPA BUSINESS CENTER  
16011 NEBRASKA AVE. NORTH, SUITE 107  
LUTZ, FL 33549

SUBJECT: LAND O'LAKES HIGH SCHOOL BAND & GUARD BOOSTERS, INC.  
Ref. Number: W96000019124

We have received your document for LAND O'LAKES HIGH SCHOOL BAND & GUARD BOOSTERS, 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):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6927.

Kathy Hyman  
Document Specialist

Letter Number: 896A00042311

ARTICLES OF INCORPORATION  
OF

Land O'Lakes High School Band & Guard Boosters, Inc.  
A Florida Non-Profit Corporation

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

Corporate Name

The name of this corporation is Land O'Lakes High School Band & Guard Boosters, Inc.

ARTICLE II

Duration

The term of existence of the corporation is perpetual.

ARTICLE III

Purpose

This is a non-profit corporation, organized solely for general educational and charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

The purpose is to further education at Land O'Lakes High School in the following areas:

To promote the development of the Land O'Lakes High School Music Department and the related Color Guard, to render assistance in the conduct of programs and activities for these departments, to involve parents with participation in these programs, to further the educational development of their children, to enlighten the community and build public awareness and interest in these programs; and to raise funds for the special requirements of these departments not otherwise provided by official sources.

#### ARTICLE IV

##### Management of Corporate Affairs

The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by the Executive Board, consisting of eleven adult members. Eight will be elected officials in the positions of President, Band Vice-President, Color Guard Vice President, Treasurer, Recording Secretary, Corresponding Secretary, Head Chaperone, and Uniform Coordinator. In addition, the Color Guard Sponsor will act as a full member of the Executive Board. The remaining two permanent board members will be the director of the Music Department and the Land O'Lakes High School Principal, or his/her designee. The duties of elected officials shall be as specified in the By-Laws.

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

Executive Board members elected at the first annual meeting, and at all times thereafter, shall serve for a term of one(1) year until the annual meeting of members following the election of the Executive Board and until the qualification of the successors in office. Annual meetings shall be held on the second Tuesday of May, each year at Land O'Lakes High School, 20325 Gator Lane, Land O'Lakes, Florida or at such other place or time as the Executive Board may designate from time to time by resolution.

Any action required or permitted to be taken by the Executive Board 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 Board. 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 Executive Board without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Board to so act. Such a statement shall be prima facie evidence of such authority.

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

President	Danise Post 20415 Moss Bend Ct. Lutz, FL 33549
Vice President Bank	Richard Phillips 21525 Northwood Drive Lutz, FL 33549
Vice President Guard	Jan Young P.O. Box 1287 Lutz, FL 33549
Treasurer	Gloria Tannous 22338 Weeks Blvd. Land O'Lakes, FL 34639
Recording Secretary	Susan Maffeo 24039 Timberset Court Lutz, FL 33549
Corresponding Secretary	Nancy Brooks 19410 Leland Avenue Spring Hill, FL 34610
Head Chaperone	Charleen Don 17318 Bridlepath Ct. Lutz, FL 33549

#### ARTICLE V

##### 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, 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 on Article III hereof.

B. No activities of the corporation shall be involved in attempting to influence legislation, or any political campaign on behalf of any candidate for public office.

#### ARTICLE VI

##### Prohibited Activities

Notwithstanding any other provision of these articles, the corporation will 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 VII

##### Distribution of Assets

Upon dissolution of the corporation, the Executive Board shall after paying or making provision for the payment of all the liabilities of the corporation, shall distribute all of the assets of the corporation to Land O'Lakes High School Interior Band and/or Color Guard Accounts, or to such organization or organizations organized and operating exclusively for charitable, education, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 502(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of the future United States Internal Revenue Law), as the Executive Board 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

The qualification for members and the manner of their admission shall be regulated by the By-Laws for this corporation.

#### ARTICLE IX

##### Incorporator

The name and address of the Subscriber of this corporation is as follows:

John A. Countryman	16011 Nebraska Avenue North
	Suite 107
	Lutz, FL 33549

#### ARTICLE X

##### Amendment

Amendments of the Articles of Incorporation may be proposed by a resolution adapted by the Executive Board and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

#### ARTICLE XI

##### Bylaws

Bylaws of the Corporation may be adopted, altered or rescinded by a resolution of the Executive Board and approved by the members of the corporation.



ARTICLE XII

Principal Office and Registered Agent

The initial principal office of this corporation shall be, 16011 Nebraska Avenue North, Suite 107, Lutz, Florida 33549 and the initial registered agent is John A. Countryman, 16011 Nebraska Avenue North, Suite 107, Lutz, Florida 33549. The Executive Board may from time to time move the registered office to any other address.

I, the undersigned, being the Subscriber and Incorporator of this corporation, for the purpose of forming the non-profit corporation under the laws of the State of Florida have executed these Articles of Incorporation this 17 day of September, 1996.

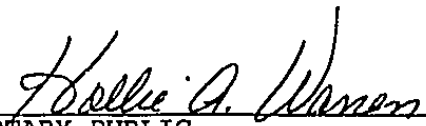
  
JOHN A. COUNTRYMAN, Incorporator

STATE OF FLORIDA

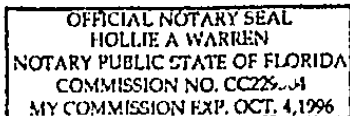
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JOHN A. COUNTRYMAN, known to me to be the person who executed the foregoing and he has acknowledged to me that he executed these Articles of Incorporation for the uses and purposes therein contained.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County aforesaid on the 17th day of Sept, 1996.

  
NOTARY PUBLIC  
State of Florida at Large

My commission expires:



A C C E P T A N C E

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I 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.

  
By: JOHN A. COUNTRYMAN  
Dated:

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA