

TRANSMITTAL LETTER

N96000004995

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

SUBJECT: TWIN CITIES OPTIMIST CLUB, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

☒ \$70.00 ☐ \$78.75 ☐ \$122.50 ☐ \$131.25

000001956360
-09/25/96--01055--001
*****70.00 *****70.00

FROM: Kimberlea A. Wonsick
Name (printed or typed)

1820 Huntington Road
Address

Niceville FL 32578
City, State & Zip

904-678-4479
Daytime Telephone number

FILED
96 SEP 26 PM 4:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Kimberlea Wonsick
SECRETARY OF STATE
ART VII
9-26-96
KR

NOTE: Please provide the original and one copy of the articles.

9-26-96
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
TWIN CITIES OPTIMIST CLUB, INC.**

In compliance with the requirements of Chapter 617 of the Florida Statutes, the undersigned have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit, and do hereby certify:

**ARTICLE I
Name**

The name of the corporation is:
TWIN CITIES OPTIMIST CLUB, INC.

**ARTICLE II
Address**

The principal office of the corporation is located at:
1820 Huntington Road, Niceville, Florida 32578.

**ARTICLE III
Resident Agent**

Kimberlea A. Wonsick, located at 1820 Huntington Road, Niceville, Okaloosa County, Florida 32578, is hereby appointed the initial resident agent of this corporation.

ARTICLE IV Purpose

The purpose of this organization shall be to develop Optimism as a philosophy of life; to promote an active interest in good government and civil affairs; to inspire respect for the law; to promote patriotism and work for international accord and friendship among all people; to aid and encourage the development of youth, in the belief that the giving of one's self in service to others will advance the well-being of man, his community and world.

This organization is not organized for profit, but will be operated exclusively for the promotion of social welfare and the net earnings will be devoted exclusively to charitable, educational, or recreational purposes.

ARTICLE V Membership

Any person who is invited to the TWIN CITIES OPTIMIST CLUB, INC. may apply for membership in this organization with full privileges thereof, and may become a member by favorable action by the Board of Directors and upon the collection of all dues and fees prescribed by the laws of the Club.

A membership card and certificate shall be issued to each member, or such other evidence of membership as the Board of Officers may select.

Whereas Federal Statutes have been enacted establishing a national policy of nondiscrimination, be it resolved that it is the declared policy of the corporation that

that there be no discrimination based on race, creed, color, sex, religion or national origin in the administration of this organization.

ARTICLE VI Voting Rights

Voting shall be by individuals and shall be conducted by ballot. No person shall cast more than one (1) ballot. Proxies and absentee ballots will not be recognized. The votes shall be immediately tabulated by the advisory committee and the results presented to the membership. A plurality of the votes cast shall elect (i.e. the candidate receiving the largest number of votes shall be declared elected). In case of a tie, the two candidates receiving the largest number of votes shall be voted upon against, in runoff fashion, until the tie is broken.

ARTICLE VII Officers

The officers of the corporation shall be a President, Vice-President, Secretary and Treasurer, as follows:

PRESIDENT: Thomas Muldowney - see article XV

VICE-PRESIDENT: Linda Flowers - 1142 Rhonda Dr., Niceville, 32578

SECOND VICE-PRESIDENT: Timothy Ferguson - see article XV

SECRETARY: Kimberlea A. Wonsick - see article XV

TREASURER: Kimberlea A. Wonsick - " " " "

The government of this organization shall be vested in elected officers and an advisory committee appointed by the same.

The officers of this organization shall be elected in the manner proscribed in the By-Laws and shall hold office for a period of one (1) year, or until their successors are duly elected and charged.

ARTICLE VIII
By-Laws and Constitution

There shall be one form of Constitution and By-Laws for the TWIN CITIES OPTIMIST CLUB, INC., which shall be the only laws by which each member shall be governed and a copy shall be furnished to each member.

It is the obligation and responsibility of each member to comply with the Constitution and By-Laws of this organization, and the orders of its proper officers when in conformity therewith; and shall refrain from conduct that tends to or is designed to interfere with the performance or duties or obligations of the members. Not only shall the Constitution and By-Laws be binding on the officers of the corporation, but likewise shall apply to any other organization who by their own acts have made themselves associates before and after the fact.

No officer or member of this organization may resort to any court of law or equity or other civil authorities either as parties or plaintiffs for the purpose of securing an opinion or decision in connection with any alleged grievance or wrong concerning any case in controversy arising within this organization or under its laws until such officer or member shall have exhausted all remedies as provided herein, not inconsistent with applicable law, for the settlement and disposition of such alleged rights, grievances or wrongs.

**ARTICLE IX
Term of Existence**

This corporation shall exist perpetually.

**ARTICLE X
Dissolution**

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations described in Section 501 (c) (3) of the Internal Revenue Code of 1954, or corresponding sections of any prior or future Internal Revenue Code, or of the State, Federal or Local government for exclusive public purpose.

**ARTICLE XI
Activities**

Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by (a) 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) a corporation contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954, or any other corresponding provision of any future United States Internal Revenue law.

**ARTICLE XII
Corporate Powers**

This corporation shall have all of the corporate powers provided by Florida Statutes 617.021.

**ARTICLE XIII
Amendment**

Any amendment to these Article of Incorporation, if in conformity with the Constitution and by-laws of Optimist International, may be adopted by a two-thirds (2/3) vote of the members present at any meeting, provided written notice of the proposed amendment and date of such meeting shall have been given the members at least two (2) weeks prior thereto.

**ARTICLE XIV
Subscribers**

The initial subscribers to these articles of Incorporation, all of whom are competent to contract, and their respective addresses are as follows:

Kimberlea A. Wonsick
1820 Huntington Road
Niceville, FL 32578

Thomas F. Muldowney
705 Linden
Niceville, FL 32578

Timothy L. Ferguson
1102 27th Street
Niceville, FL 32578

ARTICLE XV
Board of Directors

The names and addresses of the present Board of Directors who shall conduct the affairs of the corporation, until they are replaced pursuant to the next election of officers, are as follows:


Kimberlea A. Wonsick
1820 Huntington Road
Niceville, FL 32578

Thomas F. Muldowney
705 Linden
Niceville, FL 32578


Timothy L. Ferguson
1102 27th Street
Niceville, FL 32578

The directors of this organization shall be elected in the manner prescribed in the By-laws.

IN WITNESS WHEREOF, we the undersigned, have executed these Articles of Incorporation for the uses and purposes herein stated.


Kimberlea A. Wonsick


Thomas F. Muldowney


Timothy L. Ferguson

STATE OF FLORIDA
COUNTY OF OKALOOSA

SWORN TO AND SUBSCRIBED before me by Kimberlea A. Wonsick, the 23rd day of September, 1996.

✓ who is personally known to me, or
who has produced _____ as
identification.


Notary Public
My Commission Expires:



"OFFICIAL SEAL"
Linda Flowers
My Commission Expires 3/21/97
Commission #CC 270312

STATE OF FLORIDA
COUNTY OF OKALOOSA

SWORN TO AND SUBSCRIBED before me by Thomas F.
Muldownay, the 23rd day of September, 1996.

✓ who is personally known to me, or
who has produced _____ as
identification.

Linda Flowers
Notary Public

My Commission Expires:



"OFFICIAL SEAL"

Linda Flowers

My Commission Expires 3/21/97
Commission #CC 270312

STATE OF FLORIDA
COUNTY OF OKALOOSA

SWORN TO AND SUBSCRIBED before me by Timothy L.
Ferguson, the 23rd day of September, 1996.

✓ who is personally known to me, or
who has produced _____ as
identification.

Linda Flowers
Notary Public

My Commission Expires:



"OFFICIAL SEAL"

Linda Flowers

My Commission Expires 3/21/97
Commission #CC 270312

STATE OF FLORIDA
DEPARTMENT OF STATE

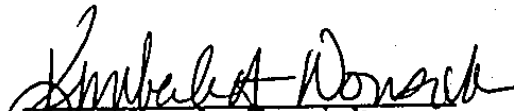
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

FIRST: TWIN CITIES OPTIMIST CLUB, INC.
desiring to organize under the laws of the State of
Florida, with its principal office, as indicated in the
Articles of Incorporation at 1820 Huntington Road,
Niceville, Florida 32578, has named Kimberlea A. Wonsick,
located at 1820 Huntington Road, Niceville, Florida 32578,
as its agent to accept service of process within this
State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above stated corporation, at place designated in the
certificate, I hereby accept to act in this capacity, and
agree to comply with the provisions of said Act relative
to keeping open said office.


Kimberlea A. Wonsick

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TALLAHASSEE, FLORIDA