

N 96000006053

TRANSMITTAL LETTER

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

100002011461--6
-11/21/96--01085--013
*****35.00 *****35.00

SUBJECT: South Florida Golf Course Superintendents Association
Inc.

100002011461--6
-11/21/96--01085--014
*****35.00 *****35.00

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above Florida Nonprofit Corporation and an original and one (1) copy of the Certificate of Designation of Registered Agent/Registered Office and two checks for:

- \$35.00 (filing fee for nonprofit corporation)
- \$35.00 (filing fee for designation of registered agent)

FROM:

DALE KUEHNER

Name (Printed or typed)

6800 NW 88TH AV.

Address

TAMARAC, FL 33321

City, State & Zip

954-721-5980

Daytime Telephone number

FILED
NOV 21 AM 10:51
TALLAHASSEE, FLORIDA

2/12/94

ARTICLES OF INCORPORATION

for

SOUTH FLORIDA GOLF COURSE
SUPERINTENDENTS ASSOCIATION INC.

FILED

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STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is the South Florida Golf Course Superintendents Association Inc. and shall hereafter be referred to as the Corporation for the purpose of these Articles of Incorporation.

ARTICLE II

The Corporation's initial principal office is to be located at 1760 N.W. Pine Lake Drive, Stuart, Florida 34994 and is a Florida Corporation. The initial resident agent in the State of Florida in charge thereof is Marie Roberts, 1760 N.W. Pine Lake Dr., Stuart, Florida 34994.

ARTICLE III

The purposes for which this Corporation is formed are:

(a) To improve the position of the Golf Course Superintendent by:

(1) Promotion of a better relationship between the superintendent, his club officers, and members.

(2) A cooperative effort to collect, disseminate, and preserve scientific and practical knowledge for the more efficient and economical maintenance of golf courses in South Florida and other areas where conditions are similar.

(3) To establish a program of education and training whereby we will promote and protect the Superintendent's profession and position.

(4) To encourage and actively participate in turf research programs, experimental projects, and demonstrations whenever and wherever possible.

(b) In general, to have all the powers conferred upon a corporation by the laws of the State of Florida which are consistent with these Articles of Incorporation and the Bylaws of this Corporation.

ARTICLE IV

This Corporation shall be a corporation not-for-profit and shall not have any capital stock. The conditions, qualifications, privileges and obligations of membership shall be as set forth in the Bylaws of the Corporation. Provision may also be made in the Bylaws for one or more classes of members who shall have no voting power.

ARTICLE V

The names and places of residence of each of the incorporators of the Corporation are as follows:

NAME	ADDRESS
Ed Miller	Williams Island 750 NE 195th St. N. Miami, Florida 33179
Dale Kuehner	Colony West Country Club 6800 NW 88th Ave. Tamarac, Florida 33321
Kelly Cragin	City of Coral Gables 3512 S Le Jeune Rd. Coral Gables, Florida 33134-7109
Jim Walker	Briar Bay Golf Course 9373 SW 134 St. Miami, Florida 33176

ARTICLE VI

The Corporation shall have perpetual existence.

ARTICLE VII

The private property of the members shall not be subject to the payments of corporate debts or liabilities to any extent whatsoever.

ARTICLE VIII

The business of the Corporation shall be managed by the Board of Directors composed of the Directors and the Officers. The Officers and Directors of the Corporation shall be elected in the manner prescribed in the Bylaws.

Said Board of Directors shall have full power to act within its discretion in the performance of the objectives of the Corporation for its benefit and that of its members; shall have supervision over the Officers of the Corporation and shall supervise the expenditure of monies paid into its treasury and shall have full authority to act in all matters, not inconsistent with this Certificate of Incorporation, general law or Bylaws.

ARTICLE IX

Beneficiary and Death Benefit Funds. The Bylaws may provide for the assessment, collection, administration and payment of:

- (a) A Benevolence Fund for disabled and needy members or their families.
- (b) A Beneficiary Fund for the widows or families of deceased members.

ARTICLE X

Both members and Board of Directors shall have the power, if the Bylaws so provide, to hold their meetings and have one or more offices within or without the State of Florida and to keep the books of this Corporation subject to the provisions of the statutes outside the State of Florida at such places as may from time to time be designated by the members or Board of Directors.

ARTICLE XI

The Certificate of Incorporation of this Corporation may be amended if two-thirds (2/3) of the whole number of the Board of Directors at a meeting thereof shall adopt a resolution declaring that the amendment is advisable and shall vote in favor of such amendment and if such amendment shall be adopted by two-thirds (2/3) of the members of this Corporation present or represented by delegates or proxies and entitled to vote at the next annual meeting of this Corporation held after the adoption of such resolution and such vote by the Board of Directors.

The undersigned for the purpose of forming a corporation, not-for-profit under the laws of the State of Florida, and in pursuance of an Act of Legislature of the State of Florida, providing for a general corporation law and the acts amendatory thereof and supplemental thereto, acting as an incorporator of said corporation pursuant to chapter 617, Florida Statutes, does adopt the foregoing Articles of Incorporation and does declare and certify that the facts therein stated are true, and accordingly thereunto has executed these Articles of Incorporation this 15TH day of November, 1996.



Signature



Typed Name

FILED

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

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STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE
OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

South Florida Golf Course Superintendents Association Inc.

2. The name and address of the registered agent and office is:

Ms. Marie Roberts
1760 N.W. Pine Lake Dr.
Stuart, Florida 34994

Having been named as registered agent and to accept service of
process for the above stated corporation at the place designated in
this certificate, 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.

Marie Roberts
(Signature)

11/7/96
(Date)