

# N970000006164

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October 29, 1997

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

100002335211--4  
-10/31/97-01069-018  
\*\*\*122.50 \*\*\*122.50

Re: CLUB BRADFORD, INC.

Ladies and Gentlemen:

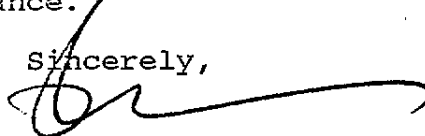
Enclosed you will find original Articles of Incorporation of CLUB BRADFORD, INC., together with a check for the following items:

1. Filing Articles	\$35.00
2. Furnishing certified copy of Articles	52.50
3. Filing Designation of Registered Agent	<u>35.00</u>
TOTAL	\$122.50

Kindly file the Articles and furnish a certified copy of the Articles and Certificate of Incorporation.

Thank you for your assistance.

Sincerely,



William R. H. Broome

WRHB/dba

Enclosures

DNC  
11-3-97

EFFECTIVE DATE  
10-29-97

FILED  
97 OCT 31 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
CLUB BRADFORD, INC.  
(a corporation not for profit)

FILED  
97 OCT 31 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

EFFECTIVE DATE

NAME

10-29-97

The name of the corporation shall be CLUB BRADFORD, INC.

ARTICLE II

CORPORATION EXISTENCE

The corporation shall have perpetual existence, which existence shall commence on the day on which these Articles are subscribed and acknowledged, unless the Articles are not filed with the Department of State within five (5) days thereafter, in which case such existence shall commence upon filing.

ARTICLE III

PURPOSE OF CORPORATION

This purpose of the corporation is to establish an organization to promote and operate amateur competitions for the purpose of training girl's junior volleyball players.

ARTICLE IV

MEMBERSHIP

Anyone may be a member of the corporation who has:

- (1) volunteered to serve; and
- (2) been accepted by the board in accordance with its bylaws.

The method by which termination of membership is accomplished may be provided by the bylaws.

No stock or stock certificates shall be issued.

#### ARTICLE V

##### PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office and place of business of this corporation shall be located at 1701 Osborne Circle, Lake Worth, Florida 33461, with the privilege of establishing offices and places of business at other places in the State of Florida.

The initial registered agent is Paul Pepin, whose address is the same as that of the principal office.

#### ARTICLE VI

##### DIRECTORS

The first Board of Directors of the corporation shall be appointed by the incorporator.

The board may elect directors in addition to the foregoing persons, up to a total number of five (5) directors. Directors need not be residents of the State of Florida but must be members of the corporation. The number of directors may be increased by bylaw adopted by the shareholders, but may not be diminished to a number less than THREE (3).

#### ARTICLE VII

##### INCORPORATORS

The name and address of the person signing these Articles as incorporator is:

Paul Pepin  
1701 Osborne Circle  
Lake Worth, FL 33461

## ARTICLE VIII

### INDEMNIFICATION AND IMMUNITY

The corporation shall indemnify any officer, director or member to the fullest extent permitted by Florida law. All officers and directors shall enjoy the immunity from personal liability afforded by §617.0285, Florida Statutes.

## ARTICLE IX

### NON-PROFIT STATUS

This corporation is to be a corporation not for profit under and at all times in full compliance with the provisions of F.S. Chapter 617 as it may from time to time be amended. No part of the income of the corporation may be distributed to its members, directors or officers, except as provided in §617.011(1) Florida Statutes. 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 purpose set forth in Article III hereof. No substantial part of the activities of the corporation shall be 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. 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 1986 (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 1986 (or the corresponding provision of any future United States Internal Revenue Law).

#### ARTICLE X

#### DISSOLUTION

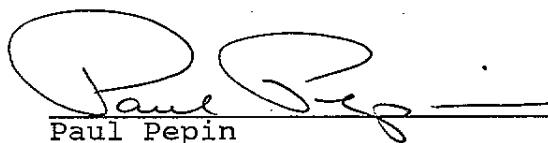
Upon the dissolution of the corporation, the board of directors will, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization 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 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the board of directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes, or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

ARTICLE XI

AMENDMENT

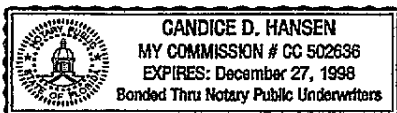
Amendments to the articles of incorporation may be made by majority vote of the board of directors at a meeting for which notice of the proposed amendment has been given, or by written statement signed by all of the directors, without the necessity of a vote of the membership.

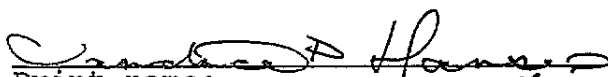
IN WITNESS WHEREOF, the above-named incorporator has hereunto set his hand and seal this 29<sup>th</sup> day of October, 1997.

 (SEAL)  
Paul Pepin

STATE OF FLORIDA       )  
                                  )  
COUNTY OF PALM BEACH   )

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of October, 1997, by Paul Pepin, who is personally known to me or who has produced \_\_\_\_\_ as identification, and who did not take an oath.

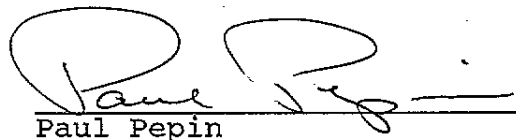


  
Print name: CANDICE D. HANSEN  
Notary Public, State of Florida

ACCEPTANCE OF REGISTERED AGENT

I hereby accept the designation herein as registered agent.

10/29/97  
Date

  
Paul Pepin