

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Oscola Twirlers &
Siesta Lago Inc.

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97 DEC 18 PM 12:16

Art of Inc. File

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LTD Partnership File

Foreign Corp. File

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Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

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Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

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UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

Signature

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Name

Date

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**ARTICLES OF INCORPORATION
OF
OSCEOLA TWIRLERS OF SIESTA LAGO, INC.
(Florida Nonprofit Corporation)**

ARTICLE I

Corporate Name

The name of this corporation is OSCEOLA TWIRLERS OF SIESTA LAGO,
INC.

ARTICLE II

Corporate Nature

This is a nonprofit 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.

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 physical education, specifically, but not limited to, competitive twirling and baton twirling training, and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

(b) to operate exclusively in any other manner for such charitable 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 (5), 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, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Trustees and until the qualification of the successors in office. Annual meetings shall be held at 12 South Orlando Avenue, Kissimmee, Florida on the first Monday of each year at 1:30 p.m. 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 a 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>
Tessah Marie Ivey	2158 Macy Island Road, Kissimmee, Florida 34744 (mailing: P. O. Box 700902, St. Cloud, Florida 34770-0909)
Paulina Delgado	4744 Cirento Drive, Kissimmee, Florida 34746
Bonnie L. Brosious	2271 Palma Court, Kissimmee, Florida 34746

Diane Hudson

2286 Palma Court, Kissimmee, Florida 34746

Jay Lester Ivey

2158 Macy Island Road, Kissimmee, FL 34744
(mailing: P. O. Box 700902, St. Cloud, FL 34770-0902)

(b) **Corporate Officers.** The Board of Trustees shall elect the following officers. President, Secretary and Treasurer, and such 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.

Name

Address

President: Tessah Marie Ivey 2158 Macy Island Road, Kissimmee, Florida 34744
(mailing: P. O. Box 700902, St. Cloud, Florida 34770-0902)

Secretary: Paulina Delgado 4744 Cirento Drive, Kissimmee, Florida 34746

Treasurer: Jay Lester Ivey 2158 Macy Island Road, Kissimmee, Florida 34744
(mailing: P. O. Box 700902, St. Cloud, Florida 34770-0902)

ARTICLE VI

Earnings & 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).

(c) Notwithstanding any other provision of theses articles, this corporation shall not, except to an 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.

(d) Membership shall only be terminated in compliance with the by-laws of the corporation.

ARTICLE IX

Subscribers

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

<u>NAME</u>	<u>ADDRESS</u>
Tessah Marie Ivey	2158 Macy Island Road, Kissimmee, Florida 34744 (Mail: P. O. Box 700902, St. Cloud, FL 34770-0902)
Diane Hudson	2457 E. Roble Drive, Kissimmee, Florida 34746
Paulina Delgado	4744 Cirento Drive, Kissimmee, Florida 34746
Bonnie Brosious	2271 Palma Drive, Kissimmee, Florida 34746
Jay Lester Ivey	2158 Macy Island Road, Kissimmee, Florida 34744 (Mail: P. O. Box 700902, St. Cloud, FL 34770-0902)

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 of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Trustees, or by following the procedure set forth thereof in the Bylaws.

ARTICLE XI

Dedication of Assets

The property of this corporation is irrevocably dedicated to educational and 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

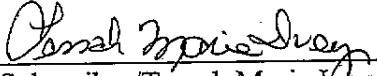
The address of the corporation's registered office shall be 4750 Siesta Lago Drive, Kissimmee, Florida 34746; and the name of its registered agent at said address shall be Tessah Marie Ivey.

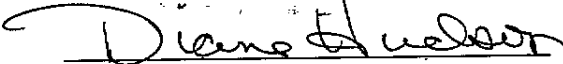
ARTICLE XIII

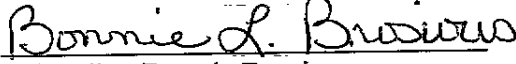
Amendment of Articles

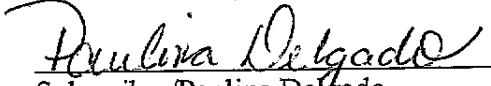
Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to a quorum of members for their vote.

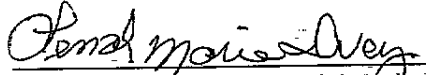
We, the undersigned, being the subscribers and incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 3rd day of September, 1997.


Subscriber/Tessah Marie Ivey


Subscriber/Diane Hudson


Subscriber/Bonnie Brosious


Subscriber/Paulina Delgado


Registered Agent, Tessah Marie Ivey

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 3rd day of September, 1997, by Tessah Marie Ivey, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

Juanita M. Foustner
Notary Public, State of Florida

Typed/Printed Name: Juanita M. Foustner
Commission No. _____
Date Commission Expires: _____



Juanita M. Foustner
MY COMMISSION # CC667200 EXPIRES
July 28, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 3rd day of September, 1997, by Diane Hudson, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

Juanita M. Foustner
Notary Public, State of Florida

Typed/Printed Name: Juanita M. Foustner
Commission No. _____
Date Commission Expires: _____



Juanita M. Foustner
MY COMMISSION # CC667200 EXPIRES
July 28, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 3rd day of September, 1997, by Paulina Delgado, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

Juanita M. Foustner
Notary Public, State of Florida

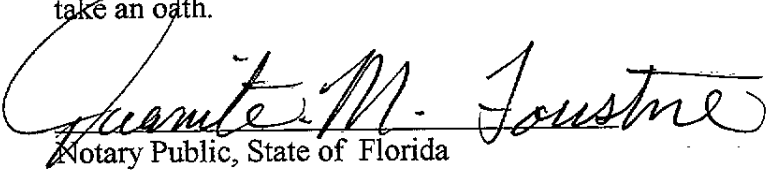
Typed/Printed Name: Juanita M. Foustner
Commission No. _____
Date Commission Expires: _____



Juanita M. Foustner
MY COMMISSION # CC667200 EXPIRES
July 28, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 8th day of September, 1997, by Bonnie Brosious, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.


Notary Public, State of Florida

Typed/Printed Name: _____

Commission No. _____

Date Commission Expires: _____



Juanita M. Foustner
MY COMMISSION # CG667200 EXPIRES
July 28, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

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

**IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:**

OSCEOLA TWIRLERS OF SIESTA LAGO, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 4750 Siesta Lago Drive, Kissimmee, Osceola County, Florida 34746, has named **Tessah Marie Ivey**, at that address (and at 2158 Macy Island Road, Kissimmee, Florida 34744; mailing: P. O. Box 700902, St. Cloud, Florida 34770-0909) as its agent to accept service of process within Florida.

Signature: *Jay L Ivey* (Officer)
Print: Jay L Ivey
Date: NOV 7, 1997

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Tessah Marie Ivey
Registered Agent
Printed Name: Tessah Marie Ivey
Date: 11-7-97

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