

# N98000000231

## KEASLER LAW FIRM

4337 Pablo Oaks Court, Suite 102  
Jacksonville, FL 32224  
904-992-6949 • Fax 904-992-6948

Frank R. Keasler, Jr., Esq.  
Heidi E. Tobar, C.L.A.  
Joy D. Anderson

Attorney & Counselor at Law  
Certified Legal Administrator  
Legal Secretary

**EFFECTIVE DATE**  
**12-30-97**

December 31, 1997

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

Re: First Coast Olympians, Inc.

600002390186--5  
-01/05/98-01128-006  
\*\*\*\*122.50 \*\*\*\*122.50

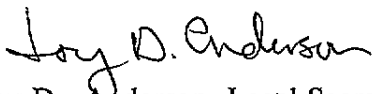
Dear Sir or Madam:

Please find enclosed our firm's Operating Account Check # 2733 in the amount of \$122.50, representing the filing fee for the enclosed Articles of Incorporation for First Coast Olympians, Inc. We have also enclosed an extra copy of the Articles of Incorporation and ask that you return a certified copy of the Articles to our offices.

Thank you for your assistance, and if you have any questions, please contact me.

Very truly yours,

KEASLER LAW FIRM



Joy D. Anderson, Legal Secretary to  
FRANK R. KEASLER, JR.

Enclosures

G:\JOY\CORP\NEW\CORP.INC

**FILED**  
98 JAN -5 PM 7:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

cb  
1-16-98

**ARTICLES OF INCORPORATION OF  
FIRST COAST OLYMPIANS, INC.**

We the undersigned natural persons competent to contract, do hereby make, subscribe, acknowledge and file these Articles of Incorporation for First Coast Olympians, Inc., a non-profit Florida corporation; and we respectfully request the Secretary of State to approve this incorporation under the following proposed Articles of Incorporation.

**EFFECTIVE DATE**  
**12-30-97**

**ARTICLE I.**

Name.

The name of this non-profit corporation is FIRST COAST OLYMPIANS, INC.

**ARTICLE II.**

Duration.

The Corporation shall have perpetual existence.

**ARTICLE III.**

Purposes.

The purposes for which this non-profit corporation is organized are as follows:

Section 1. To establish and operate under Internal Revenue Code Section 501(c)(3), an organization for the purpose of fostering national and international amateur sports competition and as a part thereof to support and develop amateur athletes for such competition and to provide such amateur athletes with the financial and organizational support as will enable such amateur athletes to participate competitively in said national or international competition, including but not limited to, Olympic and Pan American sports competition. Included in such purposes will be related athletic, financial and management activities and an assimilation of information related to said national and international amateur sports competition and the teaching and coaching of young athletes in the principals thereof. No part of said activities shall be utilized for the private recreation of any casual athletes. In all regards, the purpose of this corporation is to be organized and operated exclusively to foster national and international amateur sports competition and available to all qualified and interested amateur athletes, particularly young athletes for future national or international competitions.

Section 2. To organize and conduct various fund-raising activities, the proceeds and benefits of which shall inure exclusively to the corporation and be utilized exclusively for its primary purposes of fostering and supporting amateur athletes for competitive participation in Olympic and Pan American games and other amateur national and international sports.

Section 3. To arrange and finance athletic facilities which will be available for qualified amateur athletes and perform all other ancillary, related and beneficiary activities, services and undertakings for the fostering of young athletes into national and international amateur sports competition.

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**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

#### **ARTICLES IV.**

##### Members.

The corporation shall have one class of members which shall be comprised initially of the original Incorporators of the corporation. The rights and privileges of all members shall be equal. Each member shall be entitled to one vote. The initial class of members of this corporation may elect such other persons to become members by a two-thirds vote of the existing membership.

#### **ARTICLE V.**

##### Initial Board.

The names and addresses of the Incorporators and the first Board of Directors are:

Wayne R. Brooks	<u>8015 Pebble Creek Lane East</u> <u>Ponte Vedra Beach, FL 32082</u>
David L. Austell	<u>1301 Riverplace Blvd</u> <u>Jacksonville, FL 32210</u>
Malcolm Anthony	<u>36 Loggerhead Lane</u> <u>Ponte Vedra Beach, FL 32082</u>
Nancy A. Williams	<u>224 Herald Street</u> <u>St. Augustine, FL 32084</u>
Jetta D. Schantz	<u>PO Box 51591</u> <u>Jacksonville, FL 32240-1591</u>
Gunilla C. Gillespie	<u>1093 A1A Beach Blvd</u> <u>St. Augustine, FL 32084</u>

#### **ARTICLE VI.**

##### Amendments.

The By-Laws and any amendment to the Articles of Incorporation are to be proposed in writing and adopted, altered, or rescinded only by a two third (2/3) majority of the Board of Directors at any special, regular or annual meeting of the Board of Directors, but only as not inconsistent with the specific and charitable provisions of these Articles.

## **ARTICLE VII.**

### **Dissolution.**

In the event of the voluntary or involuntary liquidation or dissolution of this non-profit corporation all of its assets and properties (both tangible and intangible, owned by the corporation or received from any source whatsoever) shall be distributed and paid over to one or more organizations which themselves are exempt from Federal Tax under Section 501(c)(3) of the Internal Revenue Code and the lawful regulations thereof, as they are now existing or may hereafter be amended, changed, modified, or supplemented.

## **ARTICLE VIII.**

### **Enabling Provisions.**

To promote the Corporate purposes set forth in Article III hereof, the Corporation is empowered:

**Section 1.** To purchase or otherwise acquire, lease assign, mortgage, pledge or otherwise dispose of and trade names, trademarks, concessions inventions, formula improvements, processes of any nature whatsoever, copyrights, and letters patent of the United States and of foreign countries, and to accept and grant licenses thereunder.

**Section 2.** To subscribe or cause to be subscribed to and to purchase or otherwise acquire, hold for investment, sell, assign, transfer, mortgage, pledge, exchange, distribute, or otherwise dispose of the whole or any part of the shares of the capital stock, bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, notes and other evidences of indebtedness of any corporation, stock company or association, now or hereafter existing, and whether created by or under the laws of the State of Florida, and while owner of any of said shares of capital stock or bonds of other property to exercise all the rights, powers and privileges of ownership of every kind and description, including the right to vote thereon, with the power to designate through the Board of Directors such person for the purpose from time to time to exercise such right, to the same extent as natural persons.

**Section 3.** To borrow or solicit money for furtherance of the corporate purposes.

**Section 4.** To accept any gift, conveyance, transfer, settlement, devise or bequest made for a designated restricted purpose, if such restricted purposes is within the purview of the corporate powers herein as allowed hereunder and by law and does not violate the purposes of the corporation nor provide a direct inurement of a benefit to a private individual. The Board of Directors may accept and expend such funds or property for the designated purposes. But no gift, conveyances, transfer, settlement, devise or bequest of any property, of any name or nature, shall be accepted, nor any interest in a corporation or association, any remainder, reversion, possibility of reverter, or executory interest, or any interest of any kind, any which might under any contingency vest the gift conveyance, transfer, settlement, devise or bequest, or any portion of it, in any private individual, corporation or association.

Section 5. To purchase, sell, mortgage, lease, improve and deal in real estate and personalty wherever situated, and to construct, equip, operate, lease, rent, hire and manage facilities, camps and buildings of every kind and description for the furtherance of fostering young amateur athletes into national and international sports competition.

Section 6. To do all other legal acts and things which may in the discretion of the Board of Directors, further the above stated purposes and to such end to organize, maintain and support other amateur athletic support organizations.

Section 7. To have and exercise any and all corporate powers granted by the laws of the State of Florida and the United States which are, however, restricted to the furtherance of the above stated amateur athletic competition, charitable and educational purposes.

#### **ARTICLE IX.**

##### **Exempt Purpose.**

No part of the net earnings or any benefits of the Corporation shall inure to the benefit of, or be distributed to its Directors, Officers, or other private persons, except the corporation is authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in ARTICLE III. hereof.

#### **ARTICLE X.**

##### **Unauthorized Action.**

Notwithstanding, any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on by:

Section 1. A corporation exempt from the Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law.

Section 2. A corporation contributions to which are deductible under Section 170 of the Internal Revenue Code of 1986, as amended, or any other corresponding provision of any future United States Internal Revenue Law.

#### **ARTICLE XI.**

##### **Membership.**

The qualifications for prospective members and the manner of their admission shall be by majority vote of the Board of Directors, or as set forth by the By-Laws of this Corporation from time to time.

**ARTICLE XII.**  
Registered Agent.

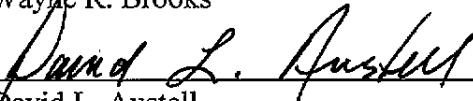
The registered office of the corporation is 2771-29 Monument Road #333, Jacksonville, Duval County, Florida 32225. The name and street address of the Registered Agent for this non-profit corporation is Frank R. Keasler, Jr., Esq., 4337 Pablo Oaks Court, Suite 102, Jacksonville, Duval County, Florida 32224.

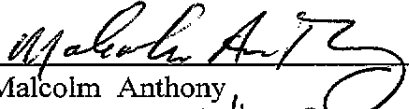
**ARTICLE XIII.**  
Effective Date of Corporation.

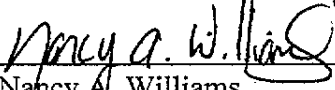
The date corporate existence begins shall be December 30, 1997. This election is pursuant to Florida Statute 607.0203.

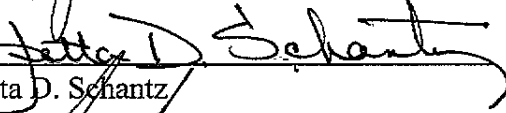
IN WITNESS WHEREOF we have here unto set our hands and seals as Incorporators of the Articles of Incorporation this 30 day of December, 1997.

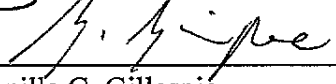
  
Wayne R. Brooks

  
David L. Austell

  
Malcolm Anthony

  
Nancy A. Williams

  
Jetta D. Schantz

  
Gunilla C. Gillespie

STATE OF FLORIDA     )  
COUNTY OF DUVAL    )

The foregoing Articles of Incorporation were acknowledged before me this 30th  
day of December, 1997 by Wayne R. Brooks known to me or who has produced  
identification.

[Signature]  
Notary Public, State of Florida

Notary's Name:

My commission expires:

☒ Personally known.  
☐ Produced \_\_\_\_\_ as identification.



FRANK R. KEASLER, JR,  
Notary Public, State of Florida  
My Comm. Exp. Oct. 30, 1999  
Comm. No. CC 506555

STATE OF FLORIDA     )  
COUNTY OF DUVAL    )

The foregoing Articles of Incorporation were acknowledged before me this 30th  
day of December, 1997 by David L. Austell known to me or who has produced  
identification.

[Signature]  
Notary Public, State of Florida

Notary's Name:

My commission expires:

☒ Personally known.  
☐ Produced \_\_\_\_\_ as identification.



FRANK R. KEASLER, JR,  
Notary Public, State of Florida  
My Comm. Exp. Oct. 30, 1999  
Comm. No. CC 506555

STATE OF FLORIDA     )  
COUNTY OF DUVAL    )

The foregoing Articles of Incorporation were acknowledged before me this 30th  
day of December, 1997 by Malcolm Anthony known to me or who has produced  
identification.

[Signature]  
Notary Public, State of Florida

Notary's Name:

My commission expires:

☒ Personally known.  
☐ Produced \_\_\_\_\_ as identification.



FRANK R. KEASLER, JR.,  
Notary Public, State of Florida  
My Comm. Exp. Oct. 30, 1999  
Comm. No. CC 506555

STATE OF FLORIDA     )  
COUNTY OF DUVAL    )

The foregoing Articles of Incorporation were acknowledged before me this 30th  
day of December, 1997 by Nancy A. Williams known to me or who has produced  
identification.

[Signature]  
Notary Public, State of Florida

Notary's Name:

My commission expires:

☒ Personally known.  
☐ Produced \_\_\_\_\_ as identification.



FRANK R. KEASLER, JR.,  
Notary Public, State of Florida  
My Comm. Exp. Oct. 30, 1999  
Comm. No. CC 506555



STATE OF FLORIDA     )  
COUNTY OF DUVAL    )

The foregoing Articles of Incorporation were acknowledged before me this 30th  
day of December, 1997 by Jetta D. Schantz known to me or who has produced  
identification.

[Signature]  
Notary Public, State of Florida

Notary's Name:

My commission expires:

☒ Personally known.  
☐ Produced \_\_\_\_\_ as identification.



FRANK R. KEASLER, JR.,  
Notary Public, State of Florida  
My Comm. Exp. Oct. 30, 1999  
Comm. No. CC 506555

STATE OF FLORIDA     )  
COUNTY OF DUVAL    )

The foregoing Articles of Incorporation were acknowledged before me this 30th  
day of December, 1997 by Gunilla C. Gillespie known to me or who has produced  
identification.

[Signature]  
Notary Public, State of Florida

Notary's Name:

My commission expires:

☒ Personally known.  
☐ Produced \_\_\_\_\_ as identification.



FRANK R. KEASLER, JR.,  
Notary Public, State of Florida  
My Comm. Exp. Oct. 30, 1999  
Comm. No. CC 506555

**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 Section 607.0501 of the Florida Statutes, the following is submitted in compliance with the Florida Business Corporation Act:

**First Coast Olympians, Inc.** desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Jacksonville, County of Duval, State of Florida, has named **Frank R. Keasler, Jr.**, located at 4337 Pablo Oaks Court, Suite 102, Jacksonville, Duval County, Florida 32224, 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 this certificate, and being familiar with the duties and responsibilities as registered agent for said Corporation, I hereby agree to act in this capacity and to comply with the provisions of said Act.

By: \_\_\_\_\_

Frank R. Keasler, Jr., Registered Agent

**FILED**  
98 JAN -5 PM 7:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA