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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: BARRON, REDDING, HUGHES, FITE, BASSETT & FEN  
CONTACT: CAROL L. GRISSETT  
PHONE: (850)785-7454

ACCT#: 073617000710

FAX #: (850)785-2999

NAME: THE BAY POINT BILLFISH TOURNAMENT FOUNDATION

AUDIT NUMBER.....H98000012089

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TALLAHASSEE, FLORIDA

10/30/98



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 30, 1998

BARRON, REDDING, HUGHES

SUBJECT: THE BAY POINT BILLFISH TOURNAMENT FOUNDATION, INC.  
REF: W98000014970

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan  
Document Specialist

FAX Aud. #: E98000012089  
Letter Number: 798A00035501

## ARTICLES OF INCORPORATION

OF

THE BAY POINT BILLFISH TOURNAMENT FOUNDATION, INC.,  
a Florida Not For Profit Corporation

The undersigned persons, all whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, do hereby certify:

ARTICLE I

The name of this corporation is The Bay Point Billfish Tournament Foundation, Inc.

ARTICLE II

The place in this state where the principal office of the corporation is to be located is 3900 Marriott Drive, Suite K, Panama City Beach, Bay County, Florida 32408, which has a mailing address of P.O. Box 27880, Panama City Beach, Florida, 32411-7880.

ARTICLE III

The street address of the initial registered office of the corporation is 3900 Marriott Drive, Suite K, Panama City Beach, Florida 32408, which has a mailing address of P.O. Box 27880, Panama City Beach, Florida, 32411-7880. The name of its initial registered agent is William F. Spann whose mailing address is P.O. Box 27880, Panama City Beach, Florida, 32411-7880.

THIS INSTRUMENT PREPARED BY:  
J. Robert Hughes, Esq.  
Fla. Bar No. 0111806  
Barron, Redding, Hughes, Fite,  
Bassett, Fensom & Sanborn, P.A.  
220 McKenzie Avenue  
P.O. Box 2467  
Panama City, FL 32402  
(904) 785-7454

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TALLAHASSEE, FLORIDA

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ARTICLE IV

Said corporation is organized exclusively for charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V

The corporation shall have three (3) directors. The number of directors may be either increased or diminished from time to time by a method of election as stated in the Bylaws, but shall never be less than three (3). The names and addresses of the persons who are the initial directors of the corporation are as follows:

William F. Spann	3900 Marriott Drive, Suite K Panama City Beach, Florida 32408
Sarah Hough	3900 Marriott Drive, Suite K Panama City Beach, Florida 32408
Scott Burt	3900 Marriott Drive, Suite K Panama City Beach, Florida 32408

ARTICLE VI

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 III hereof. 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

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distribution of statements) any political campaign on behalf of or in opposition to 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, or the corresponding section of any future federal tax code; or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### ARTICLE VII

Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, we have hereunto subscribed our names  
this 29th day of June, 1998.

  
William F. Spann  
3900 Marriott Dr., Suite K  
Panama City Beach, FL 32408

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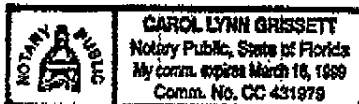
*Sarah Hough*  
Sarah Hough  
3900 Marriott Dr., Suite K  
Panama City Beach, FL 32408

STATE OF FLORIDA  
COUNTY OF BAY

The foregoing Articles of Incorporation of The Bay Point Billfish Tournament Foundation,\* was acknowledged before me this 29th day of June, 1998, by William F. Spann, who: (notary must check applicable box) \*Inc.

- ☒ is personally known to me.
- ☐ produced a current Florida driver's license as identification.
- ☐ produced \_\_\_\_\_ as identification.

(SEAL)



*Carol Lynn Grisett*

(Print Name)

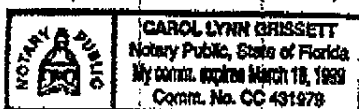
Notary Public  
Commission # CC 431979  
My Commission Expires: 3/18/99

STATE OF FLORIDA  
COUNTY OF BAY

The foregoing Articles of Incorporation of The Bay Point Billfish Tournament Foundation,\* was acknowledged before me this 29th day of June, 1998, by Sarah Hough, who: (notary must check applicable box) \*Inc.

- ☒ is personally known to me.
- ☐ produced a current Florida driver's license as identification.
- ☐ produced \_\_\_\_\_ as identification.

(SEAL)



*Carol Lynn Grisett*

(Print Name)

Notary Public  
Commission # CC 431979  
My Commission Expires: 3/18/99

06-30-1998 11:35AM FROM BARRON & REDDING

TO 18509224000 P.07  
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ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT  
OF

THE BAY POINT BILLFISH TOURNAMENT FOUNDATION, INC.,  
a Florida Not For Profit Corporation

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Not For Profit Corporation Act of Florida relative to keeping open said office.

Dated this 29th day of June, 1998.

  
William F. Spain  
Registered Agent

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TALLAHASSEE, FLORIDA

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