

N980000004874

Al Johnson & Associates
P. O. Box 2698
Ft. Pierce, FL 34954

June 23, 1998

Division of Corporation
P.O. Box 6327
Tallahassee FL, 32314

100002611961--9
-08/10/98--01093--015
****122.50 ****122.50

Dear Service Provider:

Attached please find articles for filing on **The Downtown Athletic Club of Ft. Pierce Crop**. Please help us to expedite this matter.

Your cooperation in this matter is appreciated. If you have questions regarding this matter, I may be reached at (561) 461-6989 or the address above.

Sincerely,


Al Johnson

CC: Thoman Siplin

Attachments

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 24 AM 7:39

BP
082598



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 13, 1998

AL JOHNSON & ASSOCIATES
P.O. BOX 2698
FT. PIERCE, FL 34954

SUBJECT: THE DOWNTOWN ATHLETIC CLUB OF FT. PIERCE CORP.
Ref. Number: W98000018464

We have received your document for THE DOWNTOWN ATHLETIC CLUB OF FT. PIERCE CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

Please change Article VI to comply with Florida laws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 898A00042153

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 AUG 24 AM 7:39

ARTICLES OF INCORPORATION
OF
THE DOWNTOWN ATHLETIC CLUB OF FT. PIERCE
CORP.
A NONPROFIT CORPORATION

We, the undersigned, with other persons being desirous of forming a nonprofit corporation,
under the provisions of chapter 617 of the Florida Statutes, do agree to the following:

Article I.

The name of this corporation is:

The Downtown Athletic Club Of Ft. Pierce Corp.

The principal place of business of this corporation shall be 1607 North 22nd St., Ft. Pierce, Fl
34950.

Article II.

Said corporation is organized exclusively for charitable, religious, educational, literary and
scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1954 or
the corresponding provision of any future United States Internal Revenue Law.

Notwithstanding any other provision of these article, this corporation will not carry on any
other activities not permitted to be carried on by an organization 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.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose.

Article III

The membership of this corporation shall constitute all persons hereinafter named as officers and directors and such other persons who from time to time may become members by a majority vote.

Article IV.

The name and address of the incorporator of these Article is:

Al Johnson & Associates

1502 Delaware Avenue

Ft. Pierce, Florida 34950

Article V.

This corporation is to exist perpetually.

Article VI.

The business of this corporation shall be managed by the Board of Directors. This corporation shall have five directors initially. The number of directors may be increased from time to time by the bylaws, but shall never be less than two.

The Board of Directors shall be elected and hold office in accordance with the Bylaws.

The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation are:

<u>Name</u>	<u>Address</u>
<i>Thomas Siplin</i> <i>Dir. (Chr. of Bd.)</i>	<i>P. O. Box 1266</i> <i>Ft. Pierce, Fl 34954</i>
<i>Lee A. Haynes</i> <i>Director</i>	<i>Same as above</i>
<i>Rufus Alexander III</i> <i>Director</i>	<i>Same as above</i>
<i>Mark Leath</i> <i>Director</i>	<i>Same as above</i>
<i>Herman Tolbert</i> <i>Director</i>	<i>Same as above</i>

Article VII.

The officers of the corporation shall be President, V. President, Secretary, Treasure and such other officer as may be provided in the Bylaws.

The names of the persons who are to serve as officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

<i>Thomas Siplin</i>	<i>P. O. Box 1266</i>
<i>President Dir. (Chr. of Bd.)</i>	<i>Ft. Pierce, Fl 34954</i>

<i>Lee A. Haynes</i>	<i>Same as above</i>
<i>Vice President</i>	

<i>Rufus Alexander III</i>	<i>Same as above</i>
<i>Secretary</i>	

<i>Mark Leath</i>	<i>Same as above</i>
<i>Treasurer</i>	

<i>Herman Tolbert</i>	<i>Same as above</i>
<i>Director</i>	

Article VIII

The street address of the initial registered office of this corporation shall be C/O Al Johnson & Associates 1502 Delaware Avenue, Ft. Pierce, Florida 34950, and the name of the initial registered agent of the corporation at that address is Al Johnson & Associates.

IN WITNESS WHEREOF, the undersigned subscribing incorporation, has hereunto set his

hand on this 6/24/88



By: Al Johnson

ACKNOWLEDGMENT OF REGISTERED AGENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Al Johnson & Associates

By: Al Johnson

STATE OF FLORIDA

COUNTY OF ST. LUCIE

The forgoing instrument was acknowledged before me this 24 day of

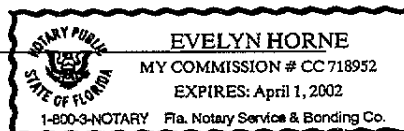
JUNE

by _____

Evelyn Horne

Notary Public, State of Florida at Large

My Commission Expires:



98 AUG 24 AM 7:39

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS