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TRANSMITTAL LETTER

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

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-02/08/99--01115--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Stuart Storm Hockey Club, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Thomas M. TerBorg  
Name (Printed or typed)

3615 SW Thistlewood Lane  
Address

Thomas GAY  
AUTHORIZATION BY PHONE TO Palm City FL 34990  
CORRECT R A name & add. City, State & Zip

2-10-99 561.223.2187 / 561.287.3232 X261  
Date Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

F. CHESSEB FEB 01 1999

FILED  
99 FEB -8 PM 1:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
STUART STORM HOCKEY CLUB, INC.  
A Not For Profit Corporation**

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE 1.  
NAME**

The name of the corporation shall be:

**STUART STORM HOCKEY CLUB, INC.**

**ARTICLE 2.  
PRINCIPAL OFFICE AND MAILING ADDRESS**

Principal Office- The principal Office of the Corporation shall be:

**3615 SW Thistlewood Lane, Palm City, Florida 34990**

Mailing Address- The mailing address of the Corporation shall be:

**P.O. Box 357, Stuart, Florida 34995**

**ARTICLE 3.  
PURPOSE**

The general nature of the object of the corporation shall be to promote the sport of ice hockey in the Stuart/Treasure Coast area; and to acquire and hold, with power to sell, mortgage, or lease such real and personal property as may be necessary to accomplish said purposes.

**ARTICLE 4.  
MANAGEMENT**

The affairs of the corporation shall be managed by a Board of Directors of not less than three (3) nor more than nine (9) persons, none of whom may be under the age of twenty-one (21) years, and who possess the qualifications of membership in the Association as defined in these Articles.

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TALLAHASSEE, FLORIDA

The Board of Directors shall have and exercise all the powers necessary to direct the work and policy of the corporation in all its details. No contract, debt or obligations shall be binding unless entered into under authority of the Board.

The Board of Directors shall be elected at the annual meeting of the corporation as determined in the Bylaws of the corporation and shall serve for a period as determined in said Bylaws. Vacancies shall be filled as prescribed in the Bylaws.

No question of sectarian or partisan political character shall be acted upon or discussed in any meeting of this corporation or of its Directors

## **ARTICLE 5. FIRST BOARD OF DIRECTORS**

The Names and addresses of the first Board of Directors, which Directors shall hold office until the next annual meeting of the members, to be held in 1999, and until their successors are elected and have qualified, are as follows:

<u>Name</u>	<u>Address</u>	
Wesley Scott	4166 SW St. Lucie Ln.	Palm City, Florida 34990
Terron Slack	3271 SW Amelia Dr.	Palm City, Florida 34990
Lori Humenik	3565 SE Doubleton Dr	Stuart, Florida 34997
Randy Enloe	921 Terrace Rd	Stuart, Florida 34994
Thomas TerBorg	3615 SW Thistlewood Ln	Palm City, Florida 34990

## **ARTICLE 6. POWERS**

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes (1993) unless limited by these Articles of Incorporation.

## **ARTICLE 7. DESIGNATION OF REGISTERED AGENT**

RA whose address is RAD, shall be the Registered Agent for the corporation. He/She has so consented to said appointment attached hereto and by reference made a part hereof.

REGISTERED AGENT NAME AND ADDRESS:

THOMAS TERBORG 3615 SW THISTLEWOOD LN PALM CITY FL 34990

**ARTICLE 8.  
INCORPORATOR**

The name and residence of the Incorporator to these Articles of Incorporation are as follows:

Thomas TerBorg                      3615 SW Thistlewood Ln      Palm City, Florida 34990

**ARTICLE 9.  
MEMBERSHIP QUALIFICATIONS, DUES AND ASSESSMENTS**

Any person who is in sympathy with the purpose of this corporation as defined in Article 3 hereof, may become a voting member of this association as provided in the Bylaws of the association. Admission to membership shall be by application to and approval by the Board of Directors.

Membership dues and assessments may be charged and collected, and provisions therefore may be prescribed in the Bylaws of the corporation and by such Bylaws the Board of directors may be empowered to determine and collect such fees, dues and assessments. Voting privileges shall be limited to active members.

**ARTICLE 10.  
TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE 11.  
OFFICERS**

The Officers of the corporation shall be a President, Vice President, Secretary and Treasurer and such other officers as may be provided in the Bylaws. The officers shall be elected by the Board of Directors from among its board members at its first meeting in the manner prescribed by the Bylaws adopted for the corporation.

The names of the officers who are to serve until the next annual meeting of the members to be held in the year 1999, and until their successors are elected and have qualified, are as follows:

President	Wesley Scott
Vice-President	Terron Slack
Secretary	Lori Humenik
Treasurer	Randy Enloe

**ARTICLE 12.  
BYLAWS**

The Bylaws of the corporation are to be made, altered or rescinded by the Board of Directors at any regular meeting of the Board of Directors, by a majority vote of all members, provided notice of such amendment shall have been given and recorded at a previous regular meeting held not less than ten (10) days prior thereto.

**ARTICLE 13.  
AMENDMENTS TO ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended by a two-thirds (2/3) vote of the members present or represented by proxy at any annual or special meeting and must be approved by said incorporator stated in these articles, provided that notice of proposal to amend the Articles of Incorporation is sent to the members in accordance with the Bylaws of this corporation.

Amendments may also be made at a regular meeting of the Board of Directors upon notice given, as provided by the Bylaws of intention to submit such amendment.

**ARTICLE 14.  
TRANSACTION IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED**

No contract or other transaction between the corporation and any other corporation, association, person or firm, in the absence of fraud, shall be invalid, void or voidable because one or more Directors or Officers of the corporation shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction. A Director of the corporation may vote on any contract or other transaction between the corporation and any subsidiary, controlled, affiliated or other corporation, association or firm without regard to the fact that he is also a Director or officer of such subsidiary, controlled, affiliated or other corporation, association or firm, and the presence at any meeting of the Board of Directors of any such Director may be counted in order to determine the presence of a quorum.

**ARTICLE 15.**  
**INDEMNIFICATION OF DIRECTORS AND OFFICERS**

Every Director and every Officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any civil or criminal proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or Officer of the corporation, whether or not he is a Director or Officer at the time such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of willful misfeasance in the performance of his duties; provided that, in the event of any claim for reimbursement or indemnification hereunder, based upon a settlement by the Director or Officer seeking such reimbursement or indemnification, the indemnification herein shall only apply if the Board of Directors approves such settlement and reimbursement as being in the best interest of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

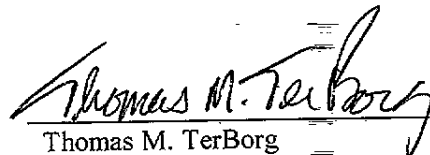
**ARTICLE 18.**  
**MEETINGS**

The annual meeting of the election of members of the Board of Directors shall be held as may be provided in the Bylaws of the corporation.

The corporation may provide in its Bylaws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings.

The percentage of the members necessary to constitute a quorum for the holding of any meetings shall be determined in the Bylaws.

The undersigned incorporator has executed these Articles of Incorporation this 3rd day of January, 1999.

  
Thomas M. TerBorg

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99 FEB -8 PM 1:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT / REGISTERED OFFICE**

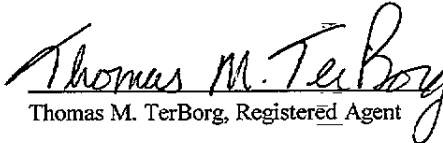
Pursuant to the provisions of section 617.0501, Florida Statutes (1993), the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida:

The name of the corporation is : **THE STUART STORM HOCKEY CLUB, INC.**

The name and address of the initial registered agent and office is:

Thomas M. TerBorg    3615 SW Thistlewood Lane    Palm City, Florida 34990

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

  
Thomas M. TerBorg, Registered Agent

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**99 FEB -8 PM 1:30**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**