

N990000004338

CAPITAL CONNECTION, INC.

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

Treasure Coast Junior
Rowing Association, Inc

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*****78.75 *****78.75

RECEIVED

99 JUL 19 AM 10:48

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature

Requested by:

Name

Date

Time

7/19 9:15

☒ Art of Inc. File
☐ LTD Partnership File
☐ Foreign Corp. File
☐ L.C. File
☐ Fictitious Name File
☐ Trade/Service Mark
☐ Merger File
☐ Art. of Amend. File
☐ RA Resignation
☐ Dissolution / Withdrawal
☐ Annual Report / Reinstatement
☒ Cert. Copy
☐ Photo Copy
☐ Certificate of Good Standing
☐ Certificate of Status
☐ Certificate of Fictitious Name
☐ Corp Record Search
☐ Officer Search
☐ Fictitious Search
☐ Fictitious Owner Search
☐ Vehicle Search
☐ Driving Record
☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval

Courier

FILED
99 JUL 21 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Will Pick Up



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 19, 1999

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: TREASURE COAST JUNIOR ROWING ASSOCIATION, INC.
Ref. Number: W99000016543

We have received your document for TREASURE COAST JUNIOR ROWING ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

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 Purinton
Document Specialist

Letter Number: 499A00036925

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Corrected

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ARTICLES OF INCORPORATION
OF
TREASURE COAST JUNIOR ROWING ASSOCIATION, INC. SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I. NAME

The name of this Corporation is TREASURE COAST JUNIOR ROWING ASSOCIATION, INC., and it shall have perpetual duration.

ARTICLE II. ADDRESS

The street and mailing address of the principal office of the Corporation is 6721 Harbor Circle, Stuart, Florida 34996.

ARTICLE III. EFFECTIVE DATE

This document shall become effective when filed by the Florida Department of State.

ARTICLE IV. PURPOSE

This Corporation is a not for profit corporation. The general purposes for which this Corporation is formed are: (i) to stimulate and foster interest in the sport of rowing among junior athletes in schools, in the primary geographic area of the Treasure Coast of the State of Florida; (ii) to publicize the manifold advantages of rowing as a means of health and physical development among youth of the Treasure Coast; (iii) to uphold the principles and standards of amateur rule; (iv) to promote interest through competition and the holding of regattas; and (v) to use every reasonable endeavor for the advancement and upbuilding of junior amateur rowing in accordance with the best traditions of the sport.

For the accomplishment of the purposes herein stated, the Corporation may acquire, hold, own, manage, lease, mortgage or otherwise dispose of real and personal property of every kind and character and to accept gifts thereof from living persons and by will or otherwise, and to exercise all the rights, powers and privileges of a natural owner of such property.

Provided, however, that this Corporation is organized exclusively for charitable, educational and scientific purposes and shall operate exclusively for such purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

This Corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation. The Corporation shall not participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE V. BOARD OF DIRECTORS

The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the Corporation shall never be fewer than three and the actual number and their election shall be as provided in the bylaws.

The directors named herein as the board of directors shall hold office until the next meeting of members. Directors elected at the next annual meeting, and at all times thereafter, shall serve as provided in the bylaws. Annual meetings shall be held on the second Thursday in May of each year, beginning in 2000, at such place and time as the board of directors may designate by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the 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 directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this Corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and residential addresses of the persons who are to serve as initial directors are:

<u>Name</u>	<u>Residential Address</u>
Susan Saint Sing	5 Melacluca Drive Jensen Beach, Florida 34957
Sally Brodie	6721 Harbor Circle Stuart, Florida 34996
Jan Fogt	3564 Old Saint Lucie Boulevard Stuart, Florida 34996

ARTICLE VI. OFFICERS

The board of directors shall elect the following officers: president, vice-president, treasurer, and secretary, and such other officers as the bylaws of this Corporation may authorize the directors to elect from time to time. Such officers shall be elected at the next annual meeting of the board of directors. Until such election is held, Susan Saint Sing shall serve as President, Jan Fogt shall serve as Vice-President and Secretary, and Sally Brodie shall serve as Treasurer.

ARTICLE VII. MEMBERS

The Corporation is organized upon a nonstock basis as defined in Section 617.011 of the Florida Statutes. The Corporation may have a membership distinct from the board of directors. The authorized number and qualifications of the members of the Corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as regulated in the bylaws.

ARTICLE VIII. REGISTERED AGENT

The street address of the registered office of the Corporation is 525 Camden Avenue, Stuart, Florida 34994. The name of its registered agent at such address is Lawrence P. Brodie

ARTICLE IX. BYLAWS

Subject to the limitations contained in the bylaws and any limitations set forth in the Not for Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the Corporation, the 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 directors or by following the procedure set forth therefor in the bylaws.

ARTICLE X. NO BENEFIT

The property of this Corporation is irrevocably dedicated to purposes stated in these Articles of Incorporation and no part of the net income or assets of this Corporation shall ever inure to the benefit of or be distributable to any director, officer, or member thereof, or to the benefit of any private individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions if furtherance of the purposes set forth in Article IV above. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, the Corporation shall not participate or intervene in (including the publishing or distributions of statements) any political campaign on behalf of 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 by a corporation exempt under 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws, or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

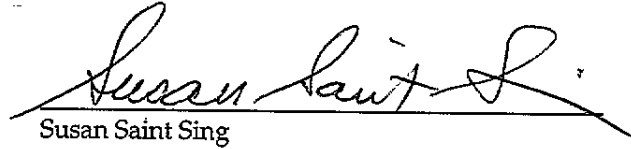
ARTICLE XI. DISSOLUTION

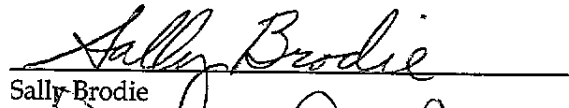
Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to another 501(c)(3) organization dedicated to further understanding dolphins and the environment to be used in furtherance of the purposes set forth in Article IV above. It is intended that no distribution or payment shall be made that will impair or destroy the tax exempt status of the Corporation or that will result in the denial of tax exempt status to donations, contributions, legacies, or dues received by the Corporation to the extent that such tax exempt status shall be allowed under any applicable law or regulation. However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of the Corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code (or 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.

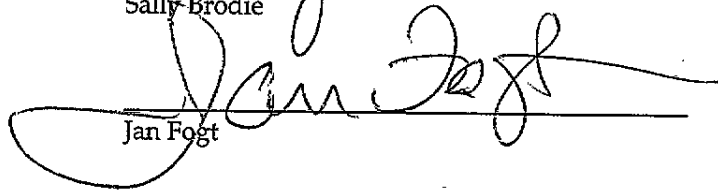
ARTICLE XII. A MENDMENTS

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and may be adopted by a vote of at least two-thirds as provided in the bylaws.

We, the undersigned, being the directors of this Corporation, have executed these Articles of Incorporation on July 15, 1999.


Susan Saint Sing


Sally Brodie


Jan Fogt

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA STATUTES, 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.

1. The name of the corporation is TREASURE COAST JUNIOR ROWING ASSOCIATION, INC.
2. The name and address of the registered agent and office is

Lawrence P. Brodie
525 Camden Avenue
Stuart, FL 34994

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.

Dated: July 15, 1999



Lawrence P. Brodie, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA