

N 9900000 6047

TRANSMITTAL LETTER

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

600003008406--9
-10/07/99--01047--005
*****78.75 *****78.75

SUBJECT: GRAND PALMS WOMEN'S GOLF ASSOCIATION
(Proposed corporate name - must include suffix) *INC*

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 OCT -7 AM 10:17

FILED

FROM: NANCY WEINSTEIN
Name (Printed or typed)

1000 BEL AIRE DR WEST
Address

PEMBROKE PINES, FL. 33027
City, State & Zip

954 435-3148
Daytime Telephone number

F. O'NESSER OCT 1 2 1999

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

794 492 93

Articles of Incorporation
of
Grand Palms Women's Golf Association, Inc.

FILED
99 OCT -7 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purposes of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following articles of Incorporation.

Article I

NAME

The name of the corporation shall be Grand Palms Women's Golf Association, Inc. which is hereafter referred to as the "Association".

Article II

PRINCIPAL OFFICE

The principal place of business and the mailing address of the corporation shall be:
Grand Palms Women's Golf Association, Inc.
110 Grand Palms Drive
Pembroke Pines, Florida 33027

Article III

PURPOSE

The purpose of this Association is to promote good fellowship and sportsmanship amongst its members and to encourage the active participation of its members in playing golf and in taking part in tournaments conducted in accordance with the US Golf Association. The "Association" will also represent Grand Palms in competitive golf events.

Article IV

ELECTION OF DIRECTORS

The Executive Board appoints a Nominating Committee in August each year. The Nominating Committee for voting by the general membership will then submit a slate of Directors. Voting is completed by October 1st. for preparation of the new Directors for the start of the "Association" year in November. Directors of the "Association" are

President, Vice-President, Treasurer, Secretary and Tournament Director (s). Directors can hold the same office for no more than two years.

Article V

DIRECTORS

Section I. Management by Directors - The business and affairs of the "Association" shall be managed by the Executive Board of Directors which shall consist of not less than five, but as many persons as the Executive Board shall determine. The majority of the Executive Board of Directors shall constitute a quorum for the transaction of business. The Bylaws shall provide meetings of the Directors including the annual meeting of the general membership.

Section II. Initial Executive Board of Directors- The names and address of the first Directors of the "Association" who shall hold office until qualified successors are duly elected and have taken office, shall be as follows:

| NAME: | ADDRESS: |
|---------------------------------------|---|
| Nancy Weinstein President | 1000 Bel Aire Drive West Pembroke Pines, FL 33027 |
| Diane Fleming Vice-President | 1221 SW 152 nd Terrace Pembroke Pines, FL 33027 |
| Jan Prahler Treasurer | 18409 NW 13 th Street Pembroke Pines, FL 33029 |
| Jeanne Tarman Secretary | 15876 SW 12 th Street Pembroke Pines, FL 33027 |
| Anita Ortner Tournament Director | 1081 Bel Aire Drive East Pembroke Pines, FL 33027 |
| Patricia Dolan Tournament Director | 15865 SW 6 th Place #102 Pembroke Pines, FL 33027 |

Section 3. Vacancies- If a Director elected by the general membership shall for any reason cease to be a Director, the remaining Directors so elected may elect a successor to fill the vacancy for the balance of the unexpired term.

Article VI

MEMBERSHIP

Section 1. Membership is opened to any women golfer with any established handicap of 40 or less.

Section 2. Each member of the "Association" has one voting right.

Section 3. Meetings of the "Association" shall be held annually. The Directors with seven days advance notice can call special meetings.

Article VII

CORPORATE EXISTENCE

The corporation shall have perpetual existence.

Article VIII

INDEMNIFICATION

Every Director of the "Association" shall be indemnified by the "Association" against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon it in connection with any proceedings or any settlements thereof to which it may be party, or in which it may become involved by reason of being or having been a director at the time such expenses were incurred, except in such cases wherein the Director is adjudged guilty of the willful misfeasance or malfeasance in the performance of this duty; provided that in the event of a settlement, the indemnification herein shall apply only when the Directors approves such settlement and reimbursement as being in the best interest of the "Association". The foregoing right of the indemnification shall be in addition to, and not exclusive of, the rights to which such Directors may be entitled.

Article IX

REGISTERED AGENT

The name and address of the initial registered agent of the corporation is Nancy Weinstein, 1000 Bel Aire Drive West, Pembroke Pines, FL 33027

Article X

INCORPORATOR

Nancy Weinstein, as President of the Grand Palms Women's Association, Inc., is the Incorporator to these Articles of Incorporation.

Nancy Weinstein
Signature
Incorporator

10-5-99
Date

Having been named as the registered agent of the above stated corporation at the place designated in these articles, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with all the provisions of the 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.

Nancy Weinstein
Signature
Registered Agent

10/5/99
Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 OCT -7 AM 10:17

FILED

State of Florida
County of Broward

The foregoing instrument was acknowledged before me this 5th day of OCTOBER, 1999, by Nancy Weinstein, as President of the Grand Palms Women's Golf Association, Inc., on behalf of the corporation.



Marlene V. Rattigan
Notary Public, State of Florida

My commission expires:

N 9900000 6047

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Incorporator

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Nancy Weinstein
Signature
Registered Agent

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Date

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County of Broward

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Marlene V. Rattigan
Notary Public, State of Florida

My commission expires: