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Thornton & Torrence, P.A.

Attorneys at Law

FILED

RONALD G. THORNTON\*  
ALFRED W. TORRENCE, JR.\*  
MARK A. GOETTEL

\* ACCREDITED ESTATE PLANNER  
NATIONAL ASSOCIATION OF ESTATE PLANNERS

99 NOV 22 PM 3: 43

6645 RIDGE ROAD

PORT RICHEY, FL 34668

Phone: 727-845-6224

Fax: 727-845-7895

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

November 17, 1999

EFFECTIVE DATE

11-18-99

Secretary of State  
Division of Corporations  
Corporate Records Bureau  
P. O. Box 6327  
Tallahassee, FL 32314

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-11/22/99--01107--013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: KREWE OF CHASCO, INC.

Dear Sir:

Enclosed is an original and duplicate copy of the Articles of Incorporation for this proposed corporation.

The duplicate copy has been acknowledged by the incorporator in the same manner as the original. Please endorse your approval of the Articles on the duplicate copy and return it to the attention of the undersigned.

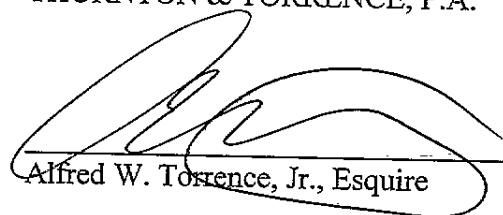
A check in the amount of \$78.75 is enclosed to cover the registered agent fee, the filing fee and the certificate of status.

If you find any problems with the enclosed documents, please contact the undersigned by telephone rather than returning the same.

Thank you for your attention to this matter.

Yours truly,

THORNTON & TORRENCE, P.A.

  
Alfred W. Torrence, Jr., Esquire

llg  
Enclosure  
f:krewe of chasco\corporat\letter.art

BH 11/25/99 ✓

**ARTICLES OF INCORPORATION**

*of*

**KREWE OF CHASCO, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, natural persons of the age of 18 years or more, acting as incorporators, adopt the following Articles of Incorporation for a corporation not for profit pursuant to Chapter 617 of the Florida Statutes.

**ARTICLE 1: CORPORATE NAME AND ADDRESS**

EFFECTIVE DATE

11-18-99

The name and address of the Corporation shall be Krewe of Chasco, Inc., at 5443 Main St., New Port Richey, FL 34652.

**ARTICLE 2: CORPORATE PURPOSE**

The Corporation is organized exclusively for religious, charitable, scientific, literary, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United State Internal Revenue law.

**ARTICLE 3: RESTRICTIONS ON CORPORATE POWERS**

The Corporation shall possess all powers granted corporations not for profit under the laws of the State of Florida and shall be subject to all restrictions imposed upon such corporations. In addition thereto, the following restrictions shall pertain:

3.01 No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, 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 expenditures in furtherance of the purposes set forth in Article 2 hereof.

3.02 Notwithstanding any other provision of these articles, this organization shall not carry on any 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 1986 and its regulations or the corresponding provision of any future United States Internal Revenue law, or by a corporation organized under Florida Statute Chapter 617.

**ARTICLE 4: DURATION OF CORPORATE EXISTENCE**

This Corporation shall exist perpetually. In accordance with Section 617.0203, the date when existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

**ARTICLE 5: DISPOSITION OF ASSETS UPON DISSOLUTION**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of 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. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE 6: MEMBERS**

6.01 Eligibility. Membership shall be open to all persons who are interested in furthering the purposes of this Corporation set forth in Article 2. Membership status shall be determined by the Board of Directors in the adoption of bylaws and Amendments thereto from time to time, and may embrace the qualifications for active, inactive, honorary, sustaining and lifetime membership, and establish membership fees therefor.

6.02 Dues. Dues for the various classes of membership shall be determined from time to time by the Board of Directors in the adoption of Bylaws and Amendments thereto.

## **ARTICLE 7: INCORPORATOR**

The name and residence of the sole incorporator to these Articles of Incorporation is:

NAME

ADDRESS

Alfred W. Torrence, Jr.

6645 Ridge Road, Port Richey, FL 34668

## **ARTICLE 8: OFFICERS**

8.01 Defined. The affairs of the Corporation shall be managed by a president, a secretary, and treasurer who shall perform the usual functions of said offices together with such additional officers as may be from time to time constituted and appointed by the Board of Directors or as may be provided in the bylaws.

8.02 Election. Officers of the Corporation shall be elected in the manner provided for in the bylaws. All officers shall continue to serve until the election of their successors or their resignation, whichever comes first.

8.03 Initial. The names and addresses of the officers who are to serve until the first annual meeting of the directors are:

OFFICER

NAME

PRESIDENT

Roger Michels

PRESIDENT-ELECT

Laura A. Kinkead

FIRST VICE-PRES.

Chuck Hollweg

SECOND VICE-PRES.

Ann Addino

SECRETARY	Wendy Brenner
TREASURER	Larry Schalles
SGT. AT ARMS	Karen King

## **ARTICLE 9: BOARD OF DIRECTORS**

9.01 The Corporation shall be governed by a Board of Directors each of whom shall be members of the corporation and shall be elected in the manner provided for in the bylaws. The Board of Directors may be increased or decreased as provided in the bylaws but in no case shall the number of Directors be less than three.

9.02 The number of Directors constituting the initial Board of Directors is eight. The names and addresses of those who are to serve as initial Directors until the first annual meeting of the Corporation and the election and qualification of their successors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Roger Michels	5130 SR 54, New Port Richey, FL 34652
Laura Kinhead	6232 Madison St., New Port Richey, FL 34652
Chuck Hollweg	1408 Flotilla Dr., Tarpon Springs, FL 34689
Ann Addino	5946 Missouri Ave., New Port Richey, FL 34652
Wendy Brenner	5443 Main St., New Port Richey, FL 34652
Larry Schalles	2749 San Pedro Dr., New Port Richey, FL 34655
Karen King	5741 Ivy Lane, Holiday, FL 34690
Debbie Storck	5613 Gulf Dr., New Port Richey, FL 34652

## **ARTICLE 10: ACCEPTANCE OF GIFTS, DEVISES AND BEQUESTS; APPLICATION THEREOF**

The officers or Directors of the Corporation may accept on its behalf any designated contribution, gift or devise consistent with the general purposes of the Corporation. Where consistent with the needs of the Corporation designated contributions by donors will be accepted and designations honored as to special funds, purposes or uses. The Corporation at all times reserves all rights over, interest in and control of such contributions with full discretion as to the ultimate expenditure or distribution of the contribution in satisfaction of any specified fund, purpose or use. The Corporation shall, at all times, have full control over all donated funds and discretion as to their use so as to ensure that all contributions will be used to carry out its purposes as set out in Article 2. In the event the Corporation shall be beneficiary of any gift, devise or bequest, subject to conditions subsequent with respect to the administration or alienation of said property, the Corporation shall, at all times, act in a manner consistent with such conditions and the purposes to be served by such conditions.

## **ARTICLE 11: ADOPTION AND AMENDMENT OF BYLAWS**

The bylaws of the Corporation shall be as adopted by the first Board of Directors. The bylaws may

thereafter be amended by a majority vote of the Board of Directors at any regular or special meeting thereof provided that notice of such meeting containing the text of the proposed bylaw amendment is furnished to each Director at least five days prior to such meeting.

#### **ARTICLE 12: DEFENSE AND INDEMNIFICATION OF OFFICERS AND DIRECTORS**

The Corporation shall defend, indemnify and hold harmless, every registered agent, director or officer and his or her heirs, personal representatives and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her having been a director or officer of this Corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct. The foregoing rights shall be exclusive of other rights to which he or she may be entitled.

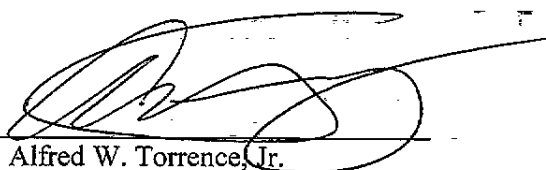
#### **ARTICLE 13: AMENDMENT OF ARTICLES OF INCORPORATION**

Amendments of the Articles of Incorporation shall be proposed by majority vote of the Board of Directors and shall be subject to ratification and approval by two-thirds of the membership voting at any regular or special meeting at which a quorum is present, provided that written notice of such meeting containing the text of the proposed amendments is furnished each member not less than ten days prior to such meeting.

#### **ARTICLE 14: REGISTERED AGENT**

The Corporation's initial registered agent maintains offices at 6445 Ridge road, Port Richey, FL 34668, and the registered agent at that address shall be Alfred W. Torrence, Jr.

DATED this 18<sup>th</sup> day of November, 1999.

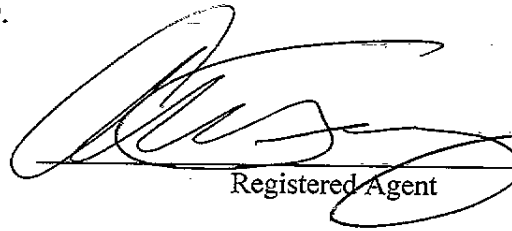


Alfred W. Torrence, Jr.  
INCORPORATOR

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED to accept service of process for the above stated nonprofit corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 18<sup>th</sup> day of November, 1999.

  
Registered Agent

Krewe of pasco, Inc.\corporate\articles

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CLERK OF STATE  
TALLAHASSEE, FLORIDA