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GRAY ROBINSON

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**FLORIDA NON-PROFIT CORPORATION**

**Fast Lane Aquatics, Inc.**

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ARTICLES OF INCORPORATION  
OF  
FAST LANE AQUATICS, INC.

The undersigned hereby associate themselves to form a corporation not for profit under Chapter 617 of the Florida Statutes, and, for these purposes, do hereby adopt the following Articles of Incorporation.

**ARTICLE I.**

**NAME**

The name of the corporation shall be **FAST LANE AQUATICS, INC.**

**ARTICLE II.**

**PURPOSES**

2.1 The purposes for which the corporation is organized are:

2.1.1 In general, to do any and all acts and things, and to exercise any and all powers which now or hereafter are lawful for the corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the corporation.

2.1.2 The specific purposes of this corporation shall be to: (1) offer an amateur swim team program; (2) to promote good citizenship and good sportsmanship; (3) to provide instruction and training for the purpose of improving and developing individual capabilities; and (4) to foster athletic competition.

2.1.3 The purposes for which this corporation is organized shall be limited to those which are strictly charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). In no event shall this corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (2) of a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

2.2 The corporation shall not engage, nor shall any of its funds, property, or income be used, in carrying on propaganda or otherwise attempting to influence legislation, nor shall the corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the corporation engage in subversive activities.

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2.3 The corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

2.4 No compensation shall be paid to any member, officer, director, trustee, creator or organizer of the corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the corporation.

2.5 The corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

### ARTICLE III.

#### POWERS

The corporation shall have all the powers granted to not for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the corporation is organized. In no event, however, shall the corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) or Section 170 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder; nor shall the corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the corporation shall inure to the benefit of any private individual.

### ARTICLE IV.

#### MEMBERS

4.1 Members of the corporation shall consist of:

4.1.1 Individuals serving as Directors of the corporation.

4.1.2 Individuals elected by a majority vote of the Board of Directors to be a member of the corporation. When an individual ceases to be a member of the Board of Directors he or she shall cease to be a member of the corporation, until such time as he or she again becomes a director or until such time as a majority of the Board of Directors vote to make the individual a member of the corporation.

### ARTICLE V.

#### TERM OF EXISTENCE

The corporation shall have perpetual existence.

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**ARTICLE VI.****OFFICERS AND DIRECTORS**

6.1 The affairs of the corporation shall be managed by a Board of Directors consisting of not less than three (3) persons nor more than nine (9) persons. Annual appointments will be held on the 31st day of December of each year or such other date as selected by the Board of Directors. Except for the initial directors, who will serve until December 31, 2005, or until their earlier resignation, removal or death, the Board of Directors shall be elected by a majority vote of the members of the corporation to serve for a term of one (1) year. Directors may be re-elected to serve subsequent terms.

6.2 The officers of the corporation shall consist of a President, Vice President, Secretary and Treasurer. Except for the initial officers, each officer shall serve for a term of one (1) year, beginning the 1st day of the month immediately following such officer's election by a majority of the Board of Directors at the annual meeting of the Board of Directors. Officers may be re-elected to serve subsequent terms.

6.3 In the event of a vacancy on the Board of Directors or in any office for any reason, such vacancy shall be filled by an individual appointed by the President to fill the vacancy for the unexpired term or as otherwise provided in the By-Laws of the corporation.

**ARTICLE VII.****NAMES OF OFFICERS**

The names of the officers who are to serve until the first election under the Articles of Incorporation are as follows:

<u>Name</u>	<u>Office</u>
Robert A. Kingsford	President
Abraham Pretorious	Vice President
Joseph Salerno	Treasurer
Robert Bouchard	Secretary

**ARTICLE VIII.****FIRST BOARD OF DIRECTORS**

The number of persons constituting the first Board of Directors shall be five (5), and the names and addresses of the persons who are to serve as directors until the first appointment under these Articles of Incorporation are as follows:

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<u>Name</u>	<u>Address</u>
Robert A. Kingsford	201 Shell Point West Maitland, Florida 32751
Robert Bouchard	1366 Deer Lake Circle Apopka, Florida 32712
Joseph Salerno	3417 Regal Crest Drive Longwood, Florida 32779
Abraham Pretorius	915 Kewannee Trail Maitland, Florida 32751
Jeff Sabotin	708 Pine Terrace Court Altamonte Springs, Florida 32714

**ARTICLE IX.****BY-LAWS**

The By-Laws of the corporation shall be initially approved by a majority vote of the Board of Directors, and thereafter may be altered or rescinded by a majority vote of the members at the annual meeting of the members or at a duly called meeting of the members in accordance with the By-Laws.

**ARTICLE X.****AMENDMENTS TO THE ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended by a majority vote of the members.

**ARTICLE XI.****DISSOLUTION**

Upon the liquidation or dissolution of the corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the corporation, shall be distributed to, and only to, any one or more organizations qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder. No part of the assets or the net earnings, current or accumulated, of the corporation shall inure to the benefit of a private individual.

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**ARTICLE XII.**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation shall be:

1366 Deer Lake Circle  
Apopka, Florida 32712

The name of the initial registered agent of this corporation shall be:

Robert Bouchard

**ARTICLE XIII.**

**CORPORATION'S PRINCIPAL OFFICE  
AND/OR MAILING ADDRESS**

The principal office and/or mailing address of this corporation shall be:

c/o Robert Bouchard  
1366 Deer Lake Circle  
Apopka, Florida 32712

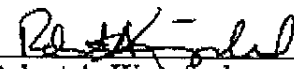
**ARTICLE XIV.**

**INCORPORATOR**

The following is the name and street address of the incorporator signing these Articles:

Robert A. Kingsford  
201 Shell Point West  
Maitland, Florida 32751


IN WITNESS WHEREOF, I have set my hand and seal this 31<sup>st</sup> day of March, 2005.

  
Robert A. Kingsford

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**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT**

Having been named as the Registered Agent in the Articles of Incorporation of **FAST LANE AQUATICS, INC.**, I hereby accept and agree to act in this capacity.

  
Robert Bouchard

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