

(Attachment A to SCR Guidelines)

ARTICLES OF INCORPORATION

OF

SPACE COAST RUNNERS, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida applicable to corporations not for profit, and respectfully petition the Secretary of State for approval of such incorporation under the following proposed Articles of Incorporation.

Article I

NAME

The name of this corporation shall be the "Space Coast Runners, Inc.

Article II

PURPOSE

The purpose of this organization shall be for the furtherance of amateur, competitive and non-competitive running and jogging for both male and female persons of all ages, nationally and internationally.

Article III

Membership

The corporation shall have two (2) membership classifications:

ACTIVE. Active members are any persons in Brevard County who are interested in or promoting the activities of the corporation. Active membership may be obtained by application to the corporation and the payment of dues as determined by the Board of Directors.

ASSOCIATE. Associate members are individuals, coaches, sponsors, judges or others who assist the corporation and are interested in or desirous of cooperating in fostering and promoting running or jogging activities. Associate members may volunteer time or dues and need not have permanent residence in Brevard County. Associate members are entitled to all of the privileges of the corporation except those of voting and holding office.

Article IV

Territory and Term of Existence

The territory of this corporation shall consist of the County of Brevard, Florida. The term of existence will be determined by membership. If the membership of the corporation falls below four (4) in number, the organization shall be dissolved.

ARTICLE V

TERRITORY AND TERM OF EXISTANCE

The names and addresses of the subscribers to this certificate of incorporation are as follows:

Robert E. Lawton	45 Country Club Road Cocoa Beach, FL 32931
B. Bradley Osthues	1021 Bali Road Cocoa Beach, FL 32931
Thomas Pifer	521 E. Strawbridge Ave Melbourne, FL 32901
Charles Dobson	1712 Hudson Circle South Melbourne, FL 32935

ARTICLE VI

OFFICERS

This corporation shall have a President, Vice-president, Secretary, and Treasurer. Officers are to be elected at the annual election meeting of the corporation in the month of May each year. In the event an officer resigns or is unable to serve, the Board of Directors will replace said officer with a member of the corporation who shall serve the unexpired term of office until the next annual election meeting. Only members of the Board of Directors are eligible to hold office.

Executive Committee: The Executive Committee shall consist of the officers of the corporation. The Executive Committee has the authority to act on behalf of the Board of Directors on all matters where the board is not in session, however decisions of the executive committee may be reversed by a majority vote of the Board of Directors.

ARTICLE VII

FIRST OFFICERS

The names of the first officers who are to serve until the first election in May, 1978 are:

Robert F. Lawton	-	President
Charles Dobson	-	Vice-President
B. Bradley Osthues	-	Secretary
Thomas Pifer	-	Treasurer

ARTICLE VIII

BOARD OF DIRECTORS

The Board of Directors shall consist of not less than three (3) nor more than twelve (12) persons or as may be changed in accordance with procedures established by the two-thirds vote of the Board of Directors. The names of the first board and their addresses to serve under the articles of Incorporation are as follows:

Robert E. Lawton	45 Country Club Road Cocoa Beach, FL 32931
B. Bradley Osthues	1021 Bali Road Cocoa Beach, FL 32931
Thomas Pifer	521 E. Strawbridge Ave Melbourne, FL 32901
Charles Dobson	1712 Hudson Circle South Melbourne, FL 32935

ARTICLE IX

MEETINGS

ANNUAL. The Annual Election Meeting of the corporation shall be held in the month of May each year as determined by the Board of Directors. The annual meeting of the Board of Directors will be commenced as soon as possible following adjournment of the annual meeting of the corporation.

GENERAL. The Board of Directors may schedule general meetings on a regular basis or will schedule them upon written request of one-third of all the active members of the corporation.

ORDER OF BUSINESS. At all meetings of the corporation or Board of Directors, the following is the order of business:

- a. Recording of attendance
- b. Reading & adoption of minutes
- c. Elections if applicable
- d. Fill vacancies, if applicable
- e. Reports of officers
- f. Reports of committees
- g. Unfinished business
- h. New business
- i. Resolutions, orders and announcements
- j. Schedule of next meeting(s)
- k. Adjournment

QUORUM. A quorum shall consist of no less than half of the members of the Board of Directors including at least one officer of the corporation.

RULES OF ORDER. At all meetings of the corporation, Roberts Rules of Order are the procedural rules.

ARTICLE X

FEES AND DUES

All members shall pay annual dues for the coming year during the months of May, June or July, except that every new applicant for membership shall remit, with an application, the amount for annual dues as established by the board of Directors. The membership year coincides with the corporation's fiscal year: July 1 through June 30.

DELINQUENCY. A member 60 days delinquent in dues payment is terminated from membership.

USE OF FUNDS. The receipts from all sources are devoted to defraying the cost of corporation equipment, trophies, medals, dues, printing, postage and other necessary expenses incurred by the Board of Directors for the Corporation.

ARTICLE XI
MISCELLANEOUS

DISSOLUTION: Upon dissolution, the net assets of the corporation will not inure to the benefit of any private, individual or corporation, but will be distributed to another organization or public institution to be used exclusively for athletic, educational or charitable purposes.

AMENDMENTS: No amendment can be made to these Articles at any meeting except by a two-thirds vote of all members present, or by a mail vote by a two-thirds vote of all the active members of the corporation. Before a vote is taken on any proposed amendment, by mail or at a meeting, the proposed amendment must have been submitted to the Board of Directors and at least thirty (30) days notice thereof given by the Board to all members of the corporation.

IN WITNESS WHEREOF, the undersigned have executed this instrument as incorporators on this 6th day of March, 1978.

Robert E. Lawton

Charles Dobson

B. Bradley Osthues

Thomas Pifer

STATE OF FLORIDA
COUNTY OF BREVARD

On this day personally appeared before me, the undersigned authority duly authorized to acknowledge and take oaths, Robert E. Lawton, Charles Dobson, B. Bradley Osthues, and Thomas Pier, to me well known and know to me to be the persons mentioned in the foregoing instrument and they acknowledged that they executed the above Articles of Incorporation for the purposes and intent therein expressed.

WITNESS my hand and official seal this 6th day of March, 1978 in the county and state aforesaid.

Notary Public, State of Florida at Large

Copies of signatures and notary seal on file with SCR Secretary.