

SPIEGEL & Utrera, P.A.

(Requestor's Name)

343 AMERICA AVENUE

CONWAY, ARKANSAS 73119 (301) 445-0100

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- 1. SINDHI ASSOCIATION, INC.  
(Corporation Name) (Document #)
- 2. \_\_\_\_\_  
(Corporation Name) (Document #)
- 3. \_\_\_\_\_  
(Corporation Name) (Document #)
- 4. \_\_\_\_\_  
(Corporation Name) (Document #)

Walk-In  Pick up time ASAP  Certified Copy

Mail out  Will wait  Photocopy  Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

00 FEB 15 AM 8:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
**FILLEN**

Examiner's Initials

RECEIVED  
00 FEB 15 AM 8:01  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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NOV 19 1997

OFFICE USE ONLY

**ARTICLES OF INCORPORATION**  
**OF**  
**SINDHI ASSOCIATION, INC.**

**FILED**  
00 FEB 15 AM 8:46  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation is natural person competent to contract and hereby form a non profit Corporation under Chapter 617 of the Florida Statutes.

**ARTICLE 1 - NAME**

The name of the Corporation is **SINDHI ASSOCIATION, INC.**, (hereinafter "Corporation").

**ARTICLE 2 - PURPOSE OF CORPORATION**

The purposes for which the Corporation is formed are as follows:

- 2.1 For the advancement and promotion of the Sindhi religious, cultural, and social heritage within the Association and within the community in general; for developing and festering friendship and unity among the members, and within the community.
- 2.2 For the advancement of religious, charitable, educational, and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.
- 2.3 The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, as amended or under any corresponding provisions of any subsequent federal tax laws covering the distributions to organizations qualified as tax exempt.
- 2.4 To have and to exercise all the powers of a corporation not for profit as set forth in Section 617.021 of Chapter 617, Corporations Not For Profit.



**SPIEGEL & UTRERA, P.A.**

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### ARTICLE 3 - PROHIBITIONS

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 payments and distributions in furtherance of the purposes set forth in Article Second hereof. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to 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 (a) by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### ARTICLE 4 - DIRECTORS

The Directors shall be elected by a majority vote of the Members of this Corporation. The Directors of the Corporation shall be:

Banu Dadlani ✓  
Naresh Luthria  
Ashok Kitchloo  
Ramesh Dadlani

### ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	Banu Dadlani
Vice President:	Ramesh Dadlani
Secretary:	Naresh Luthria
Treasurer:	Ashok Kitchloo

### ARTICLE 6 - PRINCIPAL OFFICE

The principal office of this Corporation is 6385 Southwest 112 Street, Miami, Florida 33156 and the mailing address is the same.



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343 ALMERIA AVENUE CORAL GABLES, FL 33134 - (305) 445-2700 - (800) 603-3900 - FACSIMILE (305) 447-8900  
SUITE 201, P.O. BOX 144479, CORAL GABLES, FL 33114-4479

**ARTICLE 7 - INCORPORATOR**

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez  
343 Almeria Avenue  
Coral Gables, Florida 33134

**ARTICLE 8 - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE 9 - CAPITAL STOCK**

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

**ARTICLE 10 - QUALIFICATIONS OF MEMBERSHIP**

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporation.

**ARTICLE 11 - VOTING RIGHTS**

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

**ARTICLE 12 - LIABILITIES FOR DEBTS**

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

**ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Corporation is Spiegel & Utrera, P.A., located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is Spiegel & Utrera, P.A., 343 Almeria Avenue, Coral Gables, Florida 33134.



**SPIEGEL & UTRERA, P.A.**

L A W Y E R S

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MAILING ADDRESS - POST OFFICE BOX 144479, CORAL GABLES, FL 33114-4479

**ARTICLE 14 - EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ARTICLE 15 - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE 16 - DISSOLUTION**

Upon 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 the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by Court of Competent Jurisdiction of 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 17 - ANNUAL MEETING**

The membership shall hold annual meetings on the last Saturday in the month of January each year at the principal office of the Corporation, or at such other time and/or place or places as may be determined by resolution of the Board of Directors. The time and place shall be set by the Board of Directors. Notice of such meeting shall be given to their last known address at least fifteen (15) days prior to the date of the meeting. An agenda for such meeting shall be included in such notice.



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### ARTICLE 18 - VOTING RIGHTS

At the annual meeting of members, each member entitled shall be entitled to vote in person or by proxy duly appointed in writing which bears a date not more than eleven (11) months prior to such meeting unless such proxy provides for a longer period. The vote for officers, directors, and, upon the demand of any member on any other question before the meeting, shall be by ballot. All elections and all questions to be decided at such meeting shall be by majority vote of the members present and entitled to vote, except as otherwise required by law.

### ARTICLE 19 - PRESIDENT

The President shall be elected by a majority vote at the annual meeting. It shall be the duty of the President as the chief executive officer to preside at all meetings of the members, Board of Directors, and any Executive Committee. The director who is also the President shall serve as Chairman of the Board of Directors during his term. He or she shall have the power to appoint the chairmen of all Committees. He or she shall call all regular and special meetings when deemed necessary and when called approved by the Board of Directors. He or she shall be ex-officio member of all committees, except the Nominating Committee. He shall select all inspectors of election. He or she shall be authorized to sign checks on the corporation's bank account except any check for amount in excess of \$1,000.00; such checks shall require the approval of the Board of Directors. In addition, he or she shall have and perform such other duties as may be delegated to him or her by the Board of Directors, including the election of Nominating Committees. Annual Diwali Day Celebration organized by the merchants of the Association will be chaired by the President.

### ARTICLE 20 - TRUSTEES

There will be at least 3 trustees who duties shall be,

20.1 To supervise the financial aspects of the Corporation and to hold as signatories, and to audit and monitor funds kept in Bank Certificate of Deposit or other monetary value.

20.2 Have binding arbitration over all disputes pertaining to Corporation matters.

20.3 Cannot hold any other office during their tenure.

20.4 Term of trustee should be 3 years, and only 1 trustee may resign in 1 given year. The trustees should be approved by majority vote of General Body Members. The role of the Trustees is non-involvement in routine Corporation matters, which is the duty of the Board of the Directors. Speeches and Ceremonial duties are those of the President and not the Trustees.



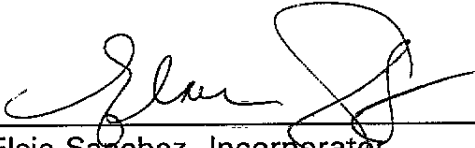
**SPIEGEL & UTRERA, P.A.**

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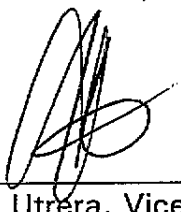
IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this FEB 15 2000

  
\_\_\_\_\_  
Elsie Sanchez, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Spiegel & Utrera, P.A., having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

Spiegel & Utrera, P.A.

By:   
\_\_\_\_\_  
Natalia Utrera, Vice President

**FILED**  
00 FEB 15 AM 8:46  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA