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

SUBJECT: The Philippine-American Cultural Foundation of South Florida, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

FROM: Edwin B. Dominado
Name (Printed or typed)

675 Royal Palm Beach Blvd., Suite #103
Address

Royal Palm Beach, Florida 33411
City, State & Zip

561-371-0825/561-373-6794
Daytime Telephone number

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

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The Philippine -American Cultural Foundation of South Florida, Inc.

ARTICLES OF INCORPORATION

ARTICLE I – The Corporation

SECTION 1. The name of the corporation is The Philippine-American Cultural Foundation of South Florida, Inc.

SECTION 2. The corporation's initial principal office and mailing address is 675 Royal Palm Beach Blvd., Ste. 103, Royal Palm Beach, FL. 33411.

SECTION 3. The Philippine-American Cultural Foundation of South Florida, Inc., hereinafter referred to as "The Foundation," is a non-profit organization, with the intent of becoming tax exempt under Section 501(c)(3) of the Internal Revenue Code, subject to public auditing and accountability.

3A. The purposes for which The Foundation is organized are exclusively cultural, educational and charitable within the meaning of section 501(c)(3) of the Internal Revenue Service Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

3B. Notwithstanding any provisions 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 or the corresponding provision of any future United States Internal Revenue Law.

SECTION 4. The affairs of The Foundation shall be governed by its Constitution and By-laws which may be reviewed and amended by the Board of Directors, upon approval by a majority vote at a general membership meeting that is especially called for that purpose.

SECTION 5. The existence of The Foundation shall commence upon the filing of its Articles Incorporation by the Florida Department of State and shall continue in perpetuity, unless dissolved by law.

ARTICLE II – Purpose

SECTION 1. The Foundation is organized as a not-for-profit Florida Corporation for the purpose of engaging in any and all lawful activities in furtherance of the specific purposes listed below. The Foundation shall have all of the powers vested in a Corporation organized under and existing by virtue of such laws. The Foundation's specific purposes are as follows:

1A. To support and promote an interest in and an understanding of the various arts and cultures, especially but not exclusively, of the Philippines.

1B. To set up a Philippine Cultural Center for the purpose of preserving and showcasing Philippine American culture, tradition and heritage

1C. To aid, support and assist by gifts, contributions or otherwise, other individuals, corporations, associations, organizations and foundations whose work and activities are in line with the Foundation's purposes.

SECTION 2. All of the foregoing purposes and powers shall be exercised exclusively for the charitable and educational purposes in such manner that the corporation shall qualify as an exempt organization under section 501 (c)(3) of the internal Revenue Code of 1986.

SECTION 3. Restrictions on Corporate Purpose. In fulfilling the specific purposes, the following restrictions are imposed:

3A. The purposes for which The Foundation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

3B. No part of the net earnings of The Foundation shall inure to the benefit of, or be distributable to, any Director, Officer, or member of The Foundation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for The Foundation, and reasonable expenses may be paid thereto, affecting one or more of The Foundation's purposes), and no Director or Officer of The Foundation, or any private individual shall be entitled to share in the distribution of any of The Foundation assets on dissolution of The Foundation. No substantial part of the activities of The Foundation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and The Foundation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office, at any time.

3C. Notwithstanding any other provision of these Articles of Incorporation, The Foundation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the Regulations as they now exist or as they may hereafter be amended.

3D. Upon the dissolution of The Foundation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of The Foundation, dispose of all of the assets of The Foundation exclusively for the purposes of The Foundation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of The Foundation is then located, exclusively for such purposes or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III – Membership

SECTION 1. Membership in The Foundation shall be open to organizations, partnerships or individuals interested in promoting an understanding of arts and culture in the community.

SECTION 2. The cost of membership shall be defined and approved by The Foundation's Board of Directors.

SECTION 3. Regular membership is renewable on an annual basis at the beginning of each fiscal year, upon payment of the annual pledge.

ARTICLE IV – The Board of Directors and Manner of Election

SECTION 1. The Foundation shall have fifteen (15) members of the Board of Directors, of which Founding Members shall be permanent members of the Board. The Founding Members are defined in the By-Laws. The remaining members of the Board of Directors shall be nominated from the membership and elected by a majority vote from among the members present during a special meeting held for that purpose, and shall have staggered terms of two years each.

ARTICLE V – Officers

SECTION 1. The Executive Officers of The Foundation shall consist of the President, Vice-President, Secretary, and Treasurer, who shall be elected from among the members of the Board of Directors, and shall serve for a term specified by the Board of Directors at the time of election.

SECTION 2. The initial officers of The Foundation are:

Edwin B. Dominado – President

Elizabeth Marull – Vice President

Ernesto Bohol – Secretary

Flor Moya - Treasurer

SECTION 3. The President shall assume office for a minimum period of four years in order to build a firm and solid foundation for the Foundation. Following the initial term, the President may choose to remain in office for the next successive terms of four years each, based on the recommendation of the Board of Directors.

ARTICLE VI – Amendment of Articles

SECTION 1. The Articles may be amended as prescribed by Florida Statute.

ARTICLE VII – By-laws

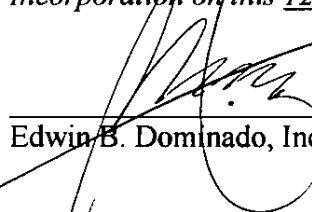
SECTION 1. The affairs of The Foundation shall be governed by its By-laws, which may be reviewed and amended upon affirmative vote of two-thirds (2/3) of the Board of Directors present at a meeting that is especially called for that purpose.

Article VIII- Registered Agent

The name and address in the State of Florida of this Foundation's initial registered agent for service of process is:

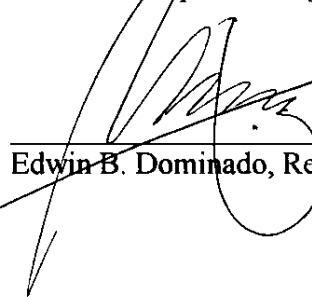
Edwin B. Dominado
675 Royal Palm Beach Blvd., Ste. 103
Royal Palm Beach, FL 33411

In witness of this, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned incorporator of this corporation has executed these Articles of Incorporation on this 12th day of March, 2008.



Edwin B. Dominado, Incorporator

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



Edwin B. Dominado, Registered Agent

Date: March 12, 2008

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STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid take acknowledgements, personally appeared Edwin Dominado, to me well known to be the individual who executed the foregoing instrument of the corporation, and that he acknowledged executing the same freely and voluntarily under authority duly vested in him by said corporation.

Witness my hand and official seal in the County and State aforesaid, this 13 of MARCH, 2008.


NOTARY PUBLIC, State of Florida



My commission expires: 09/23/2011