

N95000003664

1003 Madison Ave.
Immokalee, FL 33934
July 28, 1995

Secretary of State
Not for Profit Incorporation
Department of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100001549591
-07/31/95--01066--014
****122.50 ****122.50

Re: Filing for new not for profit corporation

Dear Sir/Madam:

Enclosed for filing please find the Articles of Incorporation for the Florida Immigrant
Advocacy Center, Inc..

Please send me a certified copy of the incorporation.

I enclose a check for \$122.50 . Thank you.

Yours truly,

Maureen T. Kelleher

Maureen T. Kelleher
Incorporator

DMC
8/2/95

FILED
95 JUL 31 PM 1:38
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
FLORIDA IMMIGRANT ADVOCACY CENTER, INC.
(A Corporation Not For Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is Florida Immigrant Advocacy Center, Inc., hereinafter referred to as the "Corporation".

ARTICLE II. POWERS

This Corporation shall have all powers provided for Corporations Not For Profit by Chapter 617 of the Florida Statutes.

ARTICLE III. PURPOSES

The general nature of the purposes of the Corporation is to provide a variety of legal service for economically disadvantaged immigrants and immigrant groups in Florida. The Corporation shall provide a variety of legal services, including, but not limited to, defense and prosecution of civil actions, consultation, advice and representation before all types of tribunals and administrative agencies of the Federal, State, and Local Governments. It shall furnish advisory and education services in connection with rights under the Immigration and Nationality Act, and rights protected by the Federal and Florida Constitutions, and laws and regulations of all public agencies, as well as protected rights in health, housing, employment, social welfare, and education. It shall assist immigrants in advocacy to prevent discrimination by any private or

public agency and aid immigrants in their pursuit of full participation in society.

The Corporation may receive and maintain funds of real or personal property, or both and subject to the restrictions and limitations hereinafter set forth, use and apply the whole or any part of the income therefrom and the principal part 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 its regulations, as they now exist or as they may hereafter be amended.

No part of the net earnings of the Corporation shall inure to the benefit of any member, director, officer of the corporation, or any private individual, and no member, director, officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the Corporate assets on dissolution of the Corporation.

The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4943 of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent Federal tax laws.

The Corporation shall not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provision of any subsequent Federal tax laws; nor retain any excess business holding as defined in Section 4943 (c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws; nor make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws; nor make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of

1954, or corresponding provisions of any subsequent Federal tax laws.

Notwithstanding any other provision of this Certificate, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501 (c)(3) of the Internal Revenue Code and its Regulations 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 such Code and Regulations as they now exist or as they may hereafter be amended.

Advocacy of appropriate reforms in statutes, regulations and administrative practices is part of the traditional role of the lawyer and shall be among the services afforded by the Corporation. Such activities shall not constitute so large a portion of the activities of the Corporation or its employees as would jeopardize the Corporations' tax exempt status under the Internal Revenue Code.

Additionally the Corporation shall carry on a legal program designed to do the following:

1. Examine the extent to which the low income immigrant population in Florida requires the assistance of lawyers, the extent to which such problems are peculiar to their occupations and/or way of life as immigrants, and the extent to which additional legal assistance is unavailable to them because of their language, living arrangements and resident status;
2. Pinpoint areas in which the immigrant population's experience of discrimination or abrogation of rights can be improved through individual or class action litigation, legislative enactment, administrative changes, court reforms or any other legal action;
3. Engage in thorough and creative legal research of substantive legal issues of particular importance to immigrants in Florida.

4. Prepare manuals, work papers and other materials for the training and operational use of both the professional and lay staff of the program and other legal service programs serving low income immigrants;

5. Recruit and train volunteers and pro bono attorneys to assist in litigating and serving needs of immigrants in Florida.

6. Serve as a resource to other legal services in Florida serving low income immigrants.

7. Represent low income immigrants.

All the purposes and objectives of the corporation shall be achieved by the lawyers employed in its programs in conformity to the Canons of Professional Ethics, the Rules of Professional Conduct governing lawyers and the applicable decisions of the Supreme Court of the United States.

Maximum feasible participation of the immigrant population is an objective of the Corporation. The program shall be conducted in accordance with the Civil Rights Act of 1964, as amended, applicable Presidential orders and the Civil Rights Regulations.

ARTICLE IV. QUALIFICATION OF MEMBERS

The membership of this Corporation shall consist of such persons as, from time to time, may become members in the manner provided in the By-laws.

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. OFFICERS

Section 1. The officers of the Corporation shall be the President , a Vice-President, a Secretary, a Treasurer and such other officers as may be provided by the By-laws.

Section 2. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the By-laws.

ARTICLE VII. BOARD OF DIRECTORS

Section 1. The business affairs of the Corporation shall be managed by the Board of Directors. The number of directors shall be provided in the By-laws but shall never be less than three (3).

Section 2. The Board of Directors shall be composed of members of the Corporation and shall be elected and hold office in accordance with the By-laws.

ARTICLE VIII. BY-LAWS

The Board of Directors of the Corporation may provide such By-laws for the conduction of its business and the carrying out of its purposes, and may amend, alter or rescind the By-laws as they may deem necessary from time to time.

ARTICLE IX. AMENDMENTS

These Articles of Incorporation may be amended at a regular meeting of the Board of Directors upon notice given, as provided by the By-laws of intention to submit such amendments, or at a special meeting of the Board of Directors called for that purpose, by a two thirds vote of

those present.

ARTICLE X. LOCATION

The location of the Corporation shall be at those places established by the Board of Directors and the Executive Director that will enable the Corporation to effectively serve the target community.

ARTICLE XI. ANNUAL MEETING

The annual meeting of the Corporation shall be in January of each year, or at such time that is established by the Board of Directors.

ARTICLE XII. DISSOLUTION

In the event of dissolution of the Corporation or the winding up of its affairs, all of the assets of the Corporation shall be distributed exclusively to charitable, religious scientific, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulation as they now exist or as they may be hereafter amended. No member, director, officer or private individual shall be entitled to share in the distribution of any of the assets upon such dissolution.

ARTICLE XIII. INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the Corporation is Catherine Cassidy. The street address of the initial registered office of this corporation is 2434 Oak Drive, Fort Pierce, Florida 34949 , which is the initial street address of the principal office of the Corporation.

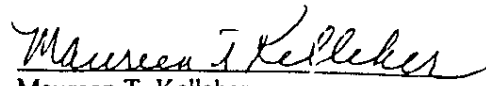
ARTICLE XIV. INCORPORATOR

The name and address of the person signing these Articles is: Maureen T. Kelleher, 1003 Madison Avenue, Immokalee, Florida 33934.

ARTICLE XIV. INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28 of July, 1995.


Maureen T. Kelleher

STATE OF FLORIDA

COUNTY OF COLLIER

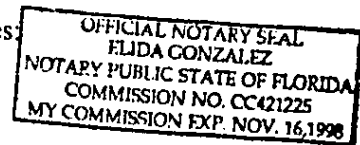
This instrument was acknowledged before me this 28 day of July, 1995, by Maureen T. Kelleher, who is personally known to me.

Elida Gonzalez
Signature of Notary Public

Elida Gonzalez
Print Name of Notary Public

Serial Number

My commission expires:



ACCEPTANCE OF DESIGNATION

The undersigned Catherine Cassidy hereby accepts the designation of herself as registered agent for this Corporation agrees to serve in compliance with all applicable Florida Statutes.

Catherine Cassidy

FILED
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TALLAHASSEE, FLORIDA

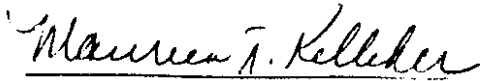
DESIGNATION OF DIRECTORS

Pursuant to the provisions of the Articles of Incorporation of the Florida Immigrant Advocacy Center, Inc., the undersigned incorporator hereby designates the following as the initial directors of the Corporation:

Cheryl Little
828 Palermo Ave
Coral Gables, Fl 33134

Catherine Cassidy
2434 Oak Drive,
Fort Pierce, Florida 34949

Maureen T. Kelleher
1003 Madison Ave.
Immokalee, Fl 33934


Its Sole Incorporator