

W98000000915

TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 16 PM 2:59

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

EFFECTIVE DATE
3-29-98

600002424706--0
-02/09/98--01027--012
****122.50 ****122.50

SUBJECT: TELUGU ASSOCIATION OF FLORIDA, INCORPORATED
(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

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Dr. A.N.V. Rao
Name (Printed or typed)

13509 Lake Magdalene Drive
Address

Tampa, Florida 33613
City, State & Zip

(813) 961-8733
Daytime Telephone number

789,2285,2550
W98-2911

10

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

D. BROWN FEB 16 1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 10, 1998

DR. A.N.V. RAO
13509 LAKE MAGDALENE DRIVE
TAMPA, FL 33613

SUBJECT: TELUGU ASSOCIATION OF FLORIDA, INCORPORATED
Ref. Number: W98000002911

We have received your document for TELUGU ASSOCIATION OF FLORIDA, INCORPORATED and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date can be no more than 90 days after the date of filing.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown
Document Specialist

Letter Number: 498A00007507

Ms. Doris Brown :

Document specialist:

There was a typographical error in the Effective Date. It should have been March 29, 98 and not May 29, 98. This has been corrected and the corrected original, with one copy is herewith enclosed.

Sincerely

Anu Rao
(A.N.V. Rao); 2/13/98

ARTICLES OF INCORPORATION

OF

TELUGU ASSOCIATION OF FLORIDA, INC.

(A Corporation Not For Profit Under Florida Statute 617)

The undersigned for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby certifies:

ARTICLE I
NAME AND ADDRESS

1. The name of the Corporation shall be Telugu Association of Florida, Inc.
2. The mailing address of the Corporation shall be: 13509 Lake Magdalene Drive, Tampa, Florida 33613.
3. The address of the Corporation's principal office shall be: 13509 Lake Magdalene Drive, Tampa, Florida 33613.

ARTICLE II
DURATION

The duration of this Corporation is perpetual.

ARTICLE III
PURPOSES, RIGHTS AND POWERS

1. This Corporation is organized and shall be operated as a corporation not for profit, exclusively for charitable and educational purposes as described in Section 501 (C) (3) of the Internal Revenue code ("code"). The objectives of the Corporation are:
 - a. To educate, promote and preserve the Telugu language, literature, music, dance, fine arts and other performing arts associated with the Telugu culture.
 - b. To accept and distribute donations for charitable, educational, cultural and humanitarian causes.
 - c. To cooperate and coordinate with other similar organizations to pursue the above objectives.

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2. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall be empowered to make the election authorized under Section 501(h) of the Code. 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.
3. Notwithstanding any other provision 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 Code.
4. Solely for the above purposes, this Corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon corporations not for profit, including, but without limitation thereon, to receive gifts, bequests and contributions in any form, to use, apply, invest and reinvest the principal and/or income therefrom or distribute the same for the above purposes.

ARTICLE IV LIMITATIONS

No part of the net earnings or income of this Corporation shall inure to the benefit of or be distributed to its coordinators, members, officers or to any private individual, but this Corporation shall be empowered and authorized to pay reasonable compensation for services rendered and to make distributions in furtherance of the purposes set forth in ARTICLE III hereof. It is intended that this Corporation shall have and continue to have the status of a corporation which is exempt from federal income taxation under Section 501(a) of the Code as an organization described in Section 501 (c)(3) of the Code which is other than a private foundation by reason of being described in Section 509(a)(1), (2) or (3) of the Code.

ARTICLE V DISTRIBUTION OF ASSETS ON DISSOLUTION

In the event the Corporation dissolves, the Executive Committee shall, after paying or making provisions for the payment of all of the liabilities of this Corporation, distribute all remaining assets of this Corporation exclusively to charitable organizations which would then qualify under the provisions of Section 501(c)(3) of the Code and the Treasury Regulations, as now they exist, or, as they may hereafter be amended.

ARTICLE VI
MEMBERS, EXECUTIVE COMMITTEE AND MANNER OF ELECTIONS

1. Qualifications: Any person interested and believing in the objectives stated in Article III of the Articles shall be eligible for membership.
2. Admission to membership: Admission to membership shall be upon approval by the majority of the Executive Committee after reviewing the application submitted by the prospective member and upon the payment of the proper dues as determined by the Executive Committee from time to time. Any member who has not paid the dues and/or found to be delinquent by the terms of membership agreement shall lose his or her membership, rights and privileges.
3. The Executive Committee:
 - a. The Corporation shall be governed by the Executive Committee consisting of at least seven (7) members, but not more than eleven (11) members, called Coordinators. A Coordinator shall be a member of good standing of the Association.
 - b. For the five (5) years beginning with the date in which the Articles of Incorporation shall become effective ('the Effective Date'), the Executive Committee shall consist of two classes of Coordinators.
 1. Founding Coordinators, and
 2. Regular Coordinators.

Beginning with the sixth (6th) year from the Effective Date, the classification of Founding Coordinators and Regular Coordinators shall be abolished and from then on, the Executive Committee shall have only one class of Coordinators, called Coordinators.

- c. The term of office of each Founding Coordinator shall be five (5) years from the 'Effective Date' and/or until the successor is duly elected and qualified. Any vacancy occurring in the position of the Founding Coordinator shall be filled by the majority vote of the remaining Founding Coordinators and the person so elected shall serve for the unexpired term of his or her predecessor in office. The names and addresses of the Founding Coordinators whose term in office shall be five (5) years from the Effective Date are given below:

- ✓ 1. Dr. A.N.V. Rao, 13509 Lake Magdalene Dr., Tampa, FL 33613
- 3 2. Dr. Janaki Narayan, 2440 Kent Place, Clearwater, FL 33764
- 1 3. Mr. K. Veera Reddy, 2138 Bell Cheer Dr., Clearwater, FL 33764
4. Dr. Murty Yalla, 9625 121st St. N., Seminole, FL 33772
- ✓ 5. Dr. Gudapati Rama Mohana Rao, 6649 Marina Point Village Court,

#108, Tampa, FL 33635

6. Dr. K.L. Reddy, 7309 5th Ave. N.W., Bradenton, FL 34209

7. Dr. Madhavi Sekharam, 8730 Ashworth Dr., Tampa, FL 33647

- d. Regular Coordinators: A Regular Coordinator shall be a member of good standing of the Association for at least two preceding years. The number of Regular Coordinators during the five (5) years from the Effective Date, shall not exceed four (4). The term of office for each Regular Coordinator shall be two (2) years and/or until the successor is duly elected and qualified. Regular Coordinators shall be elected by a majority vote of the membership at the annual meeting of the members. No Regular Coordinator shall hold office for more than two consecutive terms.
- e. Term of Coordinators: Beginning with the sixth (6th) year from the Effective Date all Coordinators of the Executive Committee shall be elected by the membership as set forth in the Bylaws. The number of Coordinators may be increased or decreased from time to time but shall never be less than seven (7) or more than eleven (11). The term of office for each Coordinator shall be two (2) years. No Coordinator shall hold office for more than two consecutive terms.
- f. Elections: Elections for Regular Coordinators and for all Coordinators beginning with the sixth (6th) year from 'Effective Date,' shall be conducted by the Election Committee appointed by the Executive Committee. The Election Committee shall screen the nominations received and make recommendations to the membership of the Association. If fewer nominations are received than positions, then the Executive Committee shall fill the rest of the positions by a majority vote of the Executive Committee.

ARTICLE VII

OFFICERS

- 1. Officers. The Officers of this Corporation shall consist of a President (Chief Coordinator), one or more Vice Presidents, a Treasurer, a Secretary and such Assistant Treasurers, Joint or Assistant Secretaries and other Officers of this Corporation as the Executive Committee deems necessary.
- 2. Election and Term of Office. The Executive Committee shall elect Officers at each Annual Meeting of the Committee and may, at any meeting, fill any Officer vacancy. No Officer shall serve for more than one consecutive year in his or her office.
- 3. Powers and Duties.

The President, as the Chief Coordinator, shall lead the Executive Committee

and assign by consensus responsibility for various activities to the members of the Executive Committee and to other committees. He or she shall convene and preside over the meetings of the Executive Committee, as and when necessary, to discuss and decide on important matters of the Association. He shall see that all books, reports and certificates as required by law are properly kept or filed. He shall be one of the Officers who may sign the checks or drafts of the organization. He shall exercise all duties incident to the office of President.

The Vice President shall officiate as President in the absence of the President and shall also perform such other duties as assigned by the President from time to time.

The Secretary, together with any Joint Secretary, shall keep the minutes and records of the organization in appropriate books. It shall be his duty to file any certificate required by any statute, federal or state. He shall give and serve all notices to members of this organization. He shall be the official custodian of the records and seal of this organization. He may be one of the Officers required to sign the checks and drafts of the organization. He shall attend to all correspondence of the Corporation and shall exercise all duties incident to the office of Secretary.

The Treasurer shall be responsible for maintaining the accounts of the Association. He or she shall accept funds and disburse them as per the Executive Committee's decision. The Treasurer shall prepare the financial statement of the Association and keep the President and other members of the Executive Committee informed about the financial conditions of the Association periodically.

4. The initial Officers are:

President:	Dr. A.N.V. Rao
Vice President:	Dr. Gudapati Rama Mohana Rao
Secretary:	Dr. Janaki Narayan
Treasurer:	Mr. K. Veera Reddy

ARTICLE VIII

AMENDMENT OF ARTICLES OF INCORPORATION

Articles of Incorporation may be amended by a two-thirds majority vote of the Executive Committee and by a two-thirds majority vote in a gathering of General Body of membership, with at least fifty percent (50%) of the members present. A notice of intent stating clearly the amendments shall be sent to all the members at least ten (10) days in advance. If mailed, such notice is deemed delivered when deposited in the U.S. mail addressed to the member.

ARTICLE IX
BYLAWS

The Bylaws of the Corporation shall be adopted at the first meeting of the Executive Committee by a two-thirds affirmative vote. The Bylaws may be amended or replaced by the affirmative vote of two-thirds of the Executive Committee or by the written consent thereto by two-thirds of the Executive Committee.

ARTICLE X
INTERNAL REVENUE CODE SECTIONS

Any reference in these Articles to a section of the Internal Revenue Code of 1986 shall be interpreted to include reference to the corresponding provisions of any applicable future Internal Revenue Law of the United States.

ARTICLE XI
INDEMNIFICATION

Each Coordinator and each Officer or former Coordinator or Officer of this Corporation may be indemnified and may be advanced reasonable expenses by this Corporation against liabilities imposed upon him or her and reasonable expenses by this Corporation against liabilities imposed upon him or her and reasonable expenses incurred him or her in connection with any claim against him or her, or, any action, suit or proceeding to which he or she may be a party by reason of his or her being, or, having been, such Coordinator or Officer and against such sum as independent counsel selected by the Executive Committee shall deem reasonable payment made in settlement of any such claim, action, suit or proceeding primarily with the view of avoiding expenses of litigation; provided, however, that no Coordinator or Officer shall be indemnified: (a) with respect to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for gross negligence or willful misconduct in performance of duty; (b) with respect to any matters which shall be settled by the payment of sums which independent counsel selected by the Executive Committee shall not deem reasonable payment made primarily with a view to avoiding expenses of litigation; or (c) with respect to matters for which such indemnification would be against public policy. Such rights of indemnification shall be in addition to any other rights to which Coordinators or Officers may be entitled under any bylaw, agreement, corporate resolutions, vote of Coordinators or otherwise. This Corporation shall have the power to purchase or maintain, at its cost and expense, insurance on behalf of such persons to the fullest extent permitted by this Article and applicable state law. Coordinators shall mean Founding or Regular Coordinators or Coordinators.

ARTICLE XII
EFFECTIVE DATE

The Effective Date to the Articles of Incorporation shall be "Ugadi," the Telugu New Year's Day, 1998 which is March 29, 1998.

ARTICLE XIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 13509 Lake Magdalene Drive, Tampa, Florida 33613, and the name of the initial registered agent of this Corporation at that address is Dr. A.N.V. Rao.

ARTICLE XIV
INCORPORATOR

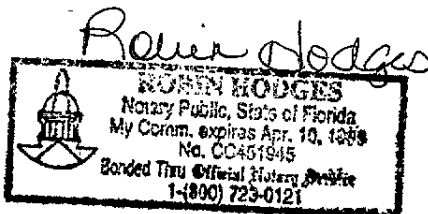
The name and address of the person signing these Articles is Dr. A.N.V. Rao, 13509 Lake Magdalene Drive, Tampa, Florida 33613.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation
this 13th day of February, 1998.





Dr. A.N.V. Rao, Incorporator



CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA

FILED
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Pursuant to Fla. Stat. §48.091, Telugu Association of Florida, Inc., desiring to organize under the laws of the State of Florida, hereby designates Dr. A.N.V. Rao, located at 13509 Lake Magdalene Drive, Tampa, Florida 33613, Florida, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named Corporation, at the place designated above, and agrees to comply with the provision of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.

A.N.V. Rao

Dr. A.N.V. Rao

2-13-98