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January 12, 1998

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

RE: Sons of Italy Florida Foundation, Inc.

Dear Sir:

Enclosed please find an original and one (1) copy of the Articles of Incorporation of the above named Corporation and my check in the amount of ONE HUNDRED TWENTY-TWO AND 50/100 DOLLARS (\$122.50).

Please record the enclosed Articles and return a certified copy to this office at your earliest opportunity.

Thank you for your cooperation in this matter.

Very truly yours,

  
GREGORY F. ESPOSITO, JR.  
GFE:car

Dmc 7-7-98  
N98-15425

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FILED  
98 JUL 31 AM 11:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 14, 1998

GREGORY F. ESPOSITO, P.A.  
8016 WILES ROAD  
SUITE 9  
CORAL SPRINGS, FL 33067

SUBJECT: SONS OF ITALY FLORIDA FOUNDATION, INC.  
Ref. Number: W98000015425

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

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain the name and street address of the registered agent.

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) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 698A00037530

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98 JUL 31 AM 11:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF  
SONS OF ITALY FLORIDA FOUNDATION, INC.

ARTICLE I  
NAME

The name of the corporation shall be SONS OF ITALY FLORIDA FOUNDATION, INC.

ARTICLE II  
PURPOSE

The purpose for which the corporation is organized and created shall be the operation exclusively and solely within the provisions of Section 501(c)(3) of the Internal Revenue Code or any similar Federal Statute hereinafter in affect, for charitable, cultural, literary, educational, scientific or medical research purposes. No part of the assets of the corporation shall inure to the benefit of any private shareholder or individual, and no part of the activities of this organization shall consist of carrying on propaganda, or otherwise attempting, to influence legislation, or of participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf on any candidates for public office; but the corporation may inure to the benefit of any local lodge or its designated charitable organization of the Order Sons of Italy in America, Florida Chapter.

ARTICLE III  
QUALIFICATIONS AND ADMISSION

A. Qualifications of membership. There shall be a minimum of fourteen (14) members of the Board of the organization. The maximum number of members shall vary from time to time and shall be selected and/or elected with qualifications, eligibility, terms and duties as follows:

1. Members from the ranks of the Grand Counsel of the Grand Lodge of Florida, Order Sons of Italy in America, Inc. by virtue of their incumbency as follows:

State President.  
State First Vice President.  
State Second Vice President.  
Past State President.  
State Orator.  
State Recording Secretary.  
State Financial Secretary.  
State Treasurer.  
State Past Presidents sitting by virtue of their office

These Trustees shall serve upon election to such office and continue to serve until their successor qualifies.

2. All of the past State Presidents of the Grand Lodge of Florida, Order Sons of Italy in America, Inc., by virtue of their past office shall be members of the Board of the Trust. They shall be eligible to serve for life.

3. Project Manager(s), as appointed by the Board of Trustees, shall become members of the Board of Trustees and shall serve at the pleasure of the Board of Trustees.

4. Five (5) additional Trustees shall be elected by the Grand Counsel members at the first meeting held subsequent to each biennial grand convention. The nominees shall be limited to the incumbent President of the local lodges under the jurisdiction of the Grand Lodge of Florida, Order Sons of Italy in America, Inc. The election shall be by majority vote of the grand counsel.

B. Manner of Admission.

1. With the exception of the officers as mentioned in Paragraph A, the State President shall be the Chairman of the Board of Trustees with all the powers and prerogatives of a presiding officer pursuant and consistent with the terms of the organization. The State Recording Secretary, the State Financial Secretary, and the State Treasurer shall serve respectively as the Secretary, Financial Secretary, and Treasurer of the Foundation with all the necessary and regular duties of those offices.

2. Trustee shall serve at the pleasure of the Grand Counsel of the donor. Any Trustees may resign his/her office at any time without leave of Court. Vacancies consisting in the office of Trustee, for whatever cause, shall be filled by such Grand Counsel, but the Trustees may act notwithstanding the existence of any vacancies so long as there shall continue to be at least five (5) Trustees in office. The resignation or removal of a Trustee and the appointment of a successor Trustee shall have the same powers and duties as those conferred upon the Trustee named in this Agreement.

ARTICLE IV  
TERM

This organization shall be irrevocable but may be terminated at any time by action of the Grand Counsel of the donor. Upon any such termination, the Trustees shall promptly distribute the entire funds in the organization to qualified recipients exempt under Section 501(c)(3) of the Internal Revenue Code or similar Federal

Statute hereinafter in effect under the terms of this Trust.

ARTICLE V  
SUBSCRIBERS

The names and residences of the Subscribers of these Articles are: Salvatore D' Alessandro,  
3781 N.W. 35th Street  
Coconut Creek, FL 33066

Rosemarie Boniello, Principal Office  
17905 Boniello Drive  
Boca Raton, FL 33496

Frank Castellano, Registered Agent  
3108 Nassau Street West  
Tampa, FL 33607

ARTICLE VI  
MANAGEMENT OF ORGANIZATION

The officers who shall manage the affairs of the corporation and the times at which they shall be elected or appointed are contained in Article III.

ARTICLE VII  
FIRST BOARD

The names of the officers who are to serve until the first election or appointment under the Articles of Incorporation are:

Salvatore D'Alessandro  
Rosemarie Boniello  
Frank Castellano

ARTICLE VIII  
BY-LAWS

The By-Laws of the Corporation are to be made, altered or rescinded by the Board of Directors.

ARTICLE IX  
AMENDMENT

The By-Laws shall be amended or modified from time to time by the Grand Counsel of the donor whenever necessary or advisable for the more convenient or efficient administration of this

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, I hereby accept to act in this capacity and agree to comply with the provision of Chapter 48.091 of the Florida Statutes.

Frank V. Castellano  
FRANK V. CASTELLANO

**FILED**  
98 JUL 31 AM 11:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

organization or to enable the Trustees to carry out the purpose of this organization more effectively, but no such amendment or modification shall alter the intention of the donor that this Trust be operated exclusively for charitable, cultural, literary, educational, scientific or medical research purposes, and in a manner which shall make this organization tax exempt under the provisions of Section 501(c)(3) of the Internal Revenue Code or any similar Federal Statute hereinafter in effect and the donations to it deductible from taxable income to the extent allowed by the provisions of the Internal Revenue Code and other applicable legislation and regulations. Every Amendment or modification of this Agreement shall be made in writing, shall be signed by two (2) officers of the donor pursuant to authority of its Grand Lodge and shall be delivered to each of the Trustees then in office.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 15th day of Dec., 1997.

Salvatore D'Alessandro  
 SALVATORE D'ALESSANDRO  
Rose Marie Boniello  
 ROSEMARIE BONIELLO  
Frank V. Castellano  
 FRANK CASTELLANO

STATE OF FLORIDA )  
 ) ss:  
 COUNTY OF BROWARD )

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared: SALVATORE D'ALESSANDRO, ROSEMARIE BONIELLO and FRANK CASTELLANO to me known to be the persons described as Subscribers to the foregoing Articles of Incorporation, in and who executed the same, and acknowledged before that they executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal at Broward County, Florida, this 15th day of Dec., 1997.

Gregory F. Esposito, Jr.  
 NOTARY PUBLIC, State of Florida at Large  
 My Commission expires: January 9, 2000  
 GREGORY F. ESPOSITO, JR.  
 MY COMMISSION # CC523489 EXPIRES  
 January 9, 2000  
 BONDED THRU TROY FAIR INSURANCE, INC.

