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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch AUG 27 2009

COVER LETTER

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

SUBJECT: Bulgarian American Cultural Center - Sarasota FL, 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: Mariana Ivanova Georgieva
Name (Printed or typed)

517 Luminary Blvd.
Address

Osprey, FL 34229
City, State & Zip

941-809-0416
Daytime Telephone number

mrealty22@msn.com
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION
OF**

**Bulgarian American Cultural Center – Sarasota FL, Inc.
A Florida "Not for Profit" Corporation**

We the undersigned, acting as incorporators of a corporation under Chapter 617 of Florida Statutes, adopt the following Articles of Incorporation:

A. NAME OF CORPORATION:

Bulgarian American Cultural Center – Sarasota FL, Inc.

B. PRINCIPAL OFFICE:

517 Luminary Blvd.
Osprey, FL 34229

C. MAILING ADDRESS:

517 Luminary Blvd.
Osprey, FL 34229

D. REGISTERED AGENT:

Mrs. Mariana Ivanova Georgieva
517 Luminary Blvd.
Osprey, FL 34229

E. DURATION / MEMBERSHIP:

The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the Bylaws.

F. BOARD OF DIRECTORS:

The method of selection of the Board of Directors and the other Governing Bodies of the Corporation shall be stated in the Bylaws.

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TALLAHASSEE, FLORIDA

G. INCORPORATORS (in alphabetical order):

Tzonka Gadjokova
2640 Man of War Cir.
Sarasota, FL 34240

Mariana Ivanova Georgieva
517 Luminary Blvd.
Osprey, FL 34229

Silvana Martcheva
5420 Kensington St.
Sarasota, FL 34232

Mihail Mihaylov
3539 Chinaberry Ln.
Sarasota, FL 34235

Stoyka P. Minev
2123 N. Pompano Ave.
Sarasota, FL 34234

Gergana Nikolova
8051 Limestone Ln
Sarasota, FL 34233

Denitza Petrova
3710 Higel Ave.
Sarasota, FL 34242

Borislav Tonev
4215 11th Ave. East
Bradenton, FL 34208

Mariana Sendova
4922 Oldham St.
Sarasota, FL 34238

H. CORPORATE PURPOSES:

The purposes for which this Corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. This corporation is formed exclusively for educational and charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

2. To educate by teaching the Bulgarian language, Bulgarian history and other related subjects.

3. To promote and preserve the Bulgarian Cultural Heritage among its members and also to promote it within the US and other communities.

4. To organize and unite the Bulgarian community and to assist and support its members in absorbing the American way of life.

5. To promote the Bulgarian art in its diverse forms, including through organizing cultural events.

6. To aid, support, and assist through gifts, contributions or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

7. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, or governmental bureaus, departments or agencies.

8. All of the foregoing purposes shall be exercised exclusively in such a manner that the Corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

I. 501(c)(3) LIMITATIONS:

1. **Corporate Purposes:** Notwithstanding any other provision of these 8 articles, this organization shall not carry on any other activities not permitted to be carried on by an organization, exempt from Federal and state 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.

2. **Exclusivity:** The Corporation is organized exclusively for educational, charitable and cultural purposes.

3. **No Private Inurement:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits, or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes, no part of which shall inure to the benefit of any individual.

4. **Lobbying and Political Campaigns:** No substantial part of the activities of the Corporations shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for political office.

5. **Dissolution:** Upon winding up and dissolution of the Corporation the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

6. **"Private Foundation" Provisions:** In the event this

Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

- a.) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax and undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- b.) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- c.) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- d.) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- e.) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

J. INDEMNIFICATION

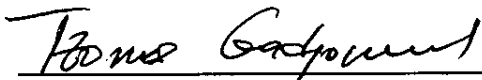
Any person (and the heirs, executors and administrators of such a person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he or she is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him or her (or by his or hers heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of hi duties. Such right or indemnification shall not be

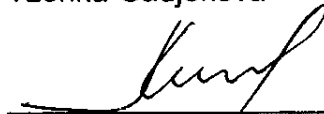
deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this article.

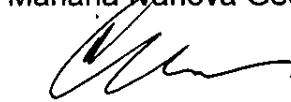
EXECUTION

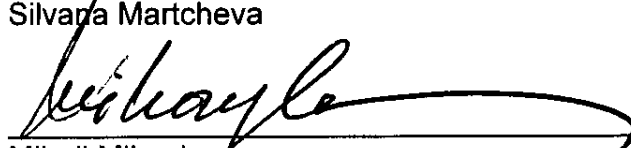
These Articles of Incorporation are hereby executed by the Incorporators on

this Fifteenth day of August, 2009.


Tzonka Gadjokova


Mariana Ivanova Georgieva


Silvana Martcheva


Mihail Mihaylov


Stoyka P. Minev


Gergana Nikolova


Denitza Petrova


Borislav Tonev


Mariana Sendova

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for Bulgarian American Cultural Center – Sarasota FL, Inc., a Florida not for profit corporation.



Mariana Ivanova Georgieva

Date: 08/15/2009

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