

TRANSMITTAL LETTER
N0000000004445

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

SUBJECT: SODACO, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

600003299096--6
-06/21/00--01060--014
*****70.00 *****70.00

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: Greater Homestead/Florida City Chamber
Name (Printed or typed)

43 North Krome Avenue
Address

Homestead, FL 33030
City, State & Zip

(305) 247-2332
Daytime Telephone number

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

FILED
00 JUL - 3 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]

T BROWN JUL - 5 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 26, 2000

GREATER HOMESTEAD/FLORIDA CITY CHAMBER
43 NORTH KROME AVENUE
HOMESTEAD, FL 33030

SUBJECT: SODACO, INC.
Ref. Number: W00000016179

We have received your document for SODACO, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

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) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 200A00035887



Greater Homestead/Florida City Chamber of Commerce

Serving the South Dade Area Since 1915

June 28, 2000

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Subject: SODACO, Inc.
Ref. Number: W00000016179
Attn: Ms. Teresa Brown

Dear Ms. Brown:

Please accept my apologies for failing to follow instructions. Attached are a copy of your letter, my original and one copy of my document.

Thank you,

Janet Ivy
Office Manager



"We've Got the Sun and a Whole Lot More!"

ARTICLES OF INCORPORATION OF SODACO, INC.

The undersigned, acting as the incorporator of this not-for-profit corporation pursuant to Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation (the "Articles") of such corporation.

ARTICLE I

NAME AND ADDRESS

The name of this corporation is SODACO, Inc. (the "Corporation"). The initial principal office and mailing address of the Corporation shall be:

43 North Krome Avenue
Homestead, Florida 33030

ARTICLE II

DURATION

The Corporation shall commence its existence with the filing of the Articles. The existence of the Corporation shall be perpetual, unless dissolved according to law.

ARTICLE III

PURPOSES

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, and to engage in any activity or business permitted under the laws of the United States and the State of Florida governing the activities of charitable or not-for-profit entities.

ARTICLE IV

MEMBERSHIP

The membership of the Corporation (the "Members") shall consist solely of the Greater Homestead/Florida City Chamber of Commerce.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board of Directors, which shall initially have eight (8) directors, who shall each hold office until their qualified successors have been duly elected at the Corporation's first annual members' meeting. Each director shall be elected by a vote of the members and shall serve a term of one (1) year from the date of election or until their qualified successors have been duly elected. The Board of Directors may increase or decrease the number of directors to not more than ten (10) or not less than three (3).

The names and street addresses of all of the members of the first Board are:

<u>Names:</u>	<u>Street Address:</u>
David Peyton	1550 N. Krome Avenue Homestead, Florida 33030
Thomas R. Weller	65 N.W. 16 th Street Homestead, Florida 33030
Jane W. McMillan	2 S. Biscayne Blvd. Ste. 1910 Miami, Florida 33131
Mario Espineira, Jr.	25475 S.W. 142 nd Avenue Princeton, Florida 33032
Marlene Porter	28801 S.W. 157 th Avenue Homestead, Florida
Corey Gold	160 N.W. 13 th Street Homestead, Florida 33030
Lynn Hunt	28401 S.W. 167 th Avenue, Homestead, Florida 33030
Katy Oleson	31850 S.W. 195 th Avenue Homestead, Florida 33030

A director may be removed from office as follows:

(1) Any member of the Board of Directors shall be removed from office with or without cause by the vote or agreement in writing by a majority of all votes of the membership.

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(1) Any member of the Board of Directors shall be removed from office with or without cause by the vote or agreement in writing by a majority of all votes of the membership.

(2) The notice of a meeting of the members to recall a member or members of the Board of Directors shall state the specific directors sought to be removed.

(3) A proposed removal of a director at a meeting shall require a separate vote for each board member sought to be removed. Where removal is sought by written agreement, a separate agreement is required for each board member to be removed.

(4) If removal is effected at a meeting, any vacancies created thereby shall be filled by the members at the same meeting.

(5) Any director who is removed from the board shall not be eligible to stand for reelection until the next annual meeting of the members.

(6) Any director removed from office shall turn over to the board of directors within 72 hours any and all records of the corporation in his possession.

(7) If a director who is removed shall not relinquish his office or turn over records as required under this article, the circuit court in the county where the Corporation's principal office is located may summarily order the director to relinquish his office and turn over corporate records upon application of any member.

ARTICLE VI **NONSTOCK BASIS**

The Corporation is organized on a nonstock basis.

ARTICLE VII **AMENDMENT**

Any amendment to the Articles must be approved by a majority of all of the members of the Board.

ARTICLE VIII
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation in the State of Florida shall be:

43 North Krome Avenue
Homestead, Florida 33030

The name of the initial registered agent of the Corporation at the above-specified address shall be:

Mary Finlan

ARTICLE IX
INCORPORATOR

The name and street address of the incorporator of the Corporation (the "Incorporator"), who is signing the Articles, is as follows:

<u>Name:</u>	<u>Street Address:</u>
Jane W. McMillan	2 South Biscayne Blvd. Suite 1910 Miami, Florida 33131

ARTICLE X
EXEMPT STATUS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. 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 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. Notwithstanding any other provision of the Articles, this Corporation shall not, except to an insub-

stantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

ARTICLE XI
DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the Incorporator has made and subscribed to the Articles, in the City of Homestead, County of Miami-Dade, State of Florida, for the aforementioned uses and purposes in connection with the Corporation, on this 8th day of June, 2000.

By:

Gene W. McNulla
Incorporator

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT
OF SODACO, INC.

Pursuant to Sections 48.091 and 617.0501 of the Florida Statutes (1999), SODACO, Inc., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 43 North Krome Avenue, Homestead, Florida 33030, has named Mary Finlan, located thereat, as its registered agent and to accept service of process within the State of Florida.

By: Lane W. McMill
Incorporator

Having been named as the registered agent and to accept service of process in the State of Florida for the above-named corporation at the location designated herein, I hereby accept the appointment 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.

By: Mary G. Finlan
Registered Agent

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00 JUL -3 PM 1:43
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TALLAHASSEE, FLORIDA