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GAINESVILLE, FLORIDA 32602-3879

JAMES F. LANG  
JOHN H. HASWELL  
C. WHARTON CO.

TELEPHONE 352/376-5226  
TELECOPIER 352/372-8858  
211 N.E. FIRST STREET  
GAINESVILLE, FL 32601-5367

WILLIAM H. CHANDLER  
1920-1992

February 22, 2001

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

300003767673--8  
-02/26/01--01035--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Florida State Spanish Conference, Inc.  
Incorporation

To Whom It May Concern:

Please find enclosed herewith the following:

1. Articles of Incorporation of Florida State Spanish Conference, Inc.
2. Certificate of Designation of Registered Office/Registered Agent.
3. Florida State Spanish Conference's Check Number 1077, in the amount of \$78.75, representing the filing fee, Designation of and Acceptance by Registered Agent fee and fee for Certified Copy of Articles.

Please furnish our office with a certified copy of the Articles of Incorporation. A self-addressed/stamped envelope is enclosed. If you should have any questions regarding this matter, please do not hesitate to call.

Very truly yours,

John H. Haswell

JHH/daj  
Enclosures  
cc: Mr. Alejandro Avendaño

FILED  
01 MAR -7 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 1, 2001

JOHN H HASWELL ESQ  
211 NE FIRST STREET  
GAINESVILLE, FL 32601-5367

SUBJECT: FLORIDA STATE SPANISH CONFERENCE, INC.  
Ref. Number: W01000004711

We have received your document for FLORIDA STATE SPANISH CONFERENCE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 487-6926.

Gina Bullock  
Document Specialist

Letter Number: 201A00012747

**ARTICLES OF INCORPORATION  
OF  
FLORIDA STATE SPANISH CONFERENCE, INC.**

FILED  
01 MAR -7 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I.  
NAME OF THE CORPORATION**

The name of the corporation is: **Florida State Spanish Conference, Inc.**, and is organized under Chapter 617, Florida Statutes, as a corporation not-for-profit.

**ARTICLE II.  
DURATION OF THE CORPORATION**

The corporation shall have perpetual existence unless sooner dissolved or terminated at law.

**ARTICLE III.  
PURPOSES OF THE CORPORATION**

The purposes for which the corporation is organized are exclusively literary, educational, scientific, and charitable purposes or for any one or more purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any successor United State Internal Revenue law. The corporation, in order to implement these purposes, shall promote, develop, and advance the study and teaching of Hispanic and related languages, literature, and culture in the State of Florida through discussion, exchange of information, activities, and competition. These purposes shall be broadly interpreted to allow the corporation flexibility in engaging in all activities that promote the interests of the corporation, so long as the same do not adversely affect the corporation's tax-exempt status for federal income tax

purposes. The corporation may engage in fundraising activities to fund its operations and for other charitable purposes. No part of the earnings, if any, of the corporation shall inure to the benefit of any private shareholder, member, or individual, and no substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except when permitted by the Internal Revenue Code. In the event of dissolution of the corporation, the residual assets of the corporation shall be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or the corresponding Sections of any future Internal Revenue Code, or to the federal, state, or local government for exclusive public purposes.

#### ARTICLE IV MEMBERSHIP IN THE CORPORATION

The members of the Board of Directors shall constitute the membership of the corporation.

#### ARTICLE V DIRECTORS OF THE CORPORATION

##### Section 5.1 Number of Directors

The number of Directors constituting the Board of Directors shall not be less than three. The Board of Directors may change the number of Directors to sit on the Board, but at no time shall that number be less than three. The initial Board of Directors shall be made up of seven Directors, whose names and address are listed in Section 5.3.

## Section 5.2 Election of Directors

The manner of election of Board members and their terms, along with the requirements for Board membership, shall be set forth in the bylaws of the corporation.

By election to the Board, a director shall also be a member of the corporation.

## Section 5.3 Initial Directors of the Corporation.

The initial Board of Directors shall consist of the following Directors:

Meruchy Haedo  
10043 NW 13th Avenue  
Gainesville, Florida 32606

Alejandro Avendaño  
10043 NW 13th Avenue  
Gainesville, Florida 32606

Ana Carmona  
255 Suncrest Court  
Oviedo, Florida 32765

Ana Journey  
1618 SW 75th Terrace  
Gainesville, Florida 32607

Connie Heiselman  
13655 Lake Mary Jane Road  
Orlando, Florida 32832

Louis Lillard  
2004 Clipper Court  
La Belle, Florida 33935

Ricardo Rodriguez  
Post Office Box 720452  
Orlando, Florida 32872-0452

## ARTICLE VI. OFFICERS OF THE CORPORATION

### Section 6.1 Election of Officers

The manner of election of officers and their terms shall be set forth in the bylaws.

### Section 6.2 Number of Officers

The corporation shall initially have five officers, a president, vice president/treasurer, secretary, judges coordinator, and a webmaster. The Board may, by resolution, add additional officers as it deems appropriate.

### Section 6.3 Initial Officers of the Corporation

The initial officers of the corporation shall be:

President	Meruchy Haedo 10043 NW 13th Avenue Gainesville, Florida 32606
Vice President/Treasurer	Ana Carmona 255 Suncrest Court Oviedo, Florida 32765
Secretary	Connie Heiselman 13655 Lake Mary Jane Road Orlando, Florida 32832
Judges Coordinator	Ricardo Rodriquez Post Office Box 720452 Orlando, Florida 32872-0452
Webmaster	Alejandro Avendaño 10043 NW 13th Avenue Gainesville, Florida 32606

### ARTICLE VII. BYLAWS OF THE CORPORATION

The Board shall adopt the initial bylaws of the corporation by majority vote of the Directors present and voting at a meeting called for that purpose provided a quorum is present. Thereafter, any amendment, modification, rescission or creation of a bylaw shall require a two-third's (2/3) majority vote of the Directors in favor of the change at any regular meeting of the Board or at any special meeting called for that purpose. The procedure for creating, amending, modifying, or rescinding bylaws shall be set forth in the bylaws.

ARTICLE VIII.  
AMENDMENT OF THE ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended, modified, or rescinded by a two-third's (2/3) majority vote of the entire Board of Directors. The vote for the amendment, modification, or rescission of these Articles of Incorporation may take place at any regular meeting of the Board of Directors or at any special meeting called for that purpose.

ARTICLE IX.  
INITIAL REGISTERED OFFICE AND  
AGENT OF THE CORPORATION

The initial registered office of the corporation is located at 211 NE 1st Street, Gainesville, Florida 32601. John H. Haswell is the initial registered agent of the corporation at that address.

ARTICLE X.  
INCORPORATOR OF THE CORPORATION

The incorporator is John H. Haswell, 211 NE 1st Street, Gainesville, Florida 32601.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto subscribed his name to these Articles for the purpose of incorporating the aforesaid corporation under Chapter 617 of Florida Statutes as a corporation not for profit of this 5 day of March, 2001.

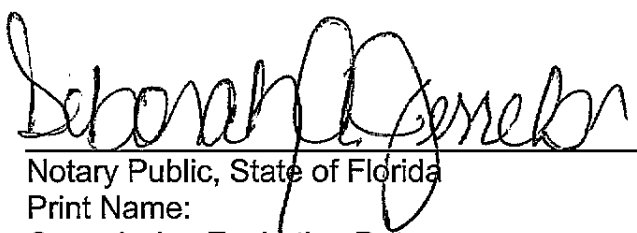
  
\_\_\_\_\_  
John H. Haswell  
Incorporator/Subscriber

STATE OF FLORIDA  
COUNTY OF ALACHUA

Before me the undersigned authority personally appeared John H. Haswell, to me known to be the person who executed the foregoing Articles of Incorporation for the uses and purposes stated therein, and he acknowledged before me that he executed the same freely and voluntarily on this 5th day of March, 2001.



Deborah A. Jerrels  
My Commission CC759684  
Expires July 16, 2002

  
\_\_\_\_\_  
Notary Public, State of Florida  
Print Name:  
Commission Expiration Date:  
Commission Number:



STATE OF FLORIDA  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

FILED  
01 MAR -7 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED OFFICE  
AND REGISTERED AGENT**

In compliance with Section 607.034, 617.023, and 48.091, Florida Statutes, the undersigned does hereby certify that the Registered Office and Registered Agent at the Registered Office are as follows:

1. Registered Office. The registered office of FLORIDA STATE SPANISH CONFERENCE, INC., is hereby designated to be: Street Address: 211 NE 1st Street, City of Gainesville, County of Alachua, State of Florida.

2. That the aforesaid corporation has designated and appointed John H. Haswell of the City of Gainesville and County of Alachua, State of Florida, as its Registered Agent to accept service of process within this state in accordance with Florida Statutes. The Registered Agent named herein shall maintain an office at the Registered Office of the corporation.

**ACKNOWLEDGMENT BY REGISTERED AGENT**

The undersigned, having been named and appointed by the aforesaid corporation as its Registered Agent to accept service of process for and on behalf of the Corporation, at the place designed herein as the Registered Office of the corporation, I do hereby accept the office of Registered Agent and agree to comply with the provisions of Florida Statutes relative to maintaining the Registered Office.

  
John H. Haswell

Telephone Number at Registered Office:  
(352) 376-5226

Telephone Number at Residence:  
(352) 373-3575