



# THE KNOX FIRM

2601 SOUTH BAYSHORE DRIVE ~ SUITE 1145  
MIAMI, FLORIDA 33133  
TELEPHONE: (305) 860-7225 ~ FACSIMILE: (305) 858-4777

March 7, 2001

NO1000001822

Florida Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: SANKOFA, INC.

Dear Sir/ Madam:

Enclosed is an original Articles of Incorporation of Sankofa, Inc, together with a check in the amount of \$87.50 made payable to Florida Department of State to cover the filing fees thereon.

Please furnish me with a certified copy of filing and a Certificate of Status.

Thanks for your assistance herein.

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\*\*\*\*\*87.50 \*\*\*\*\*87.50

Sincerely,



George F. Knox

GFK/ yas  
Enclosures  
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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
OF  
SANKOFA, INC.**

**ARTICLE I. - NAME**

The name of this Corporation is the: Sankofa, Inc.

**ARTICLE II. - ENABLING LAW**

This Corporation is organized pursuant to the "Corporations Not for Profit Act" of the State of Florida, as set forth at Chapter 617 of the Florida Statutes.

**ARTICLE III. - DURATION**

The Corporation shall have perpetual existence.

**ARTICLE IV. - PRINCIPAL OFFICE**

The principal place of business and mailing address of the Corporation is:

150 S. E. 2nd Ave, Suite 913  
Miami, Florida 33131  
Attention: Cynthia W. Curry

**ARTICLE V. - PURPOSES AND POWERS**

A. This Corporation is organized and shall be operated exclusively as a "business league" within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, as amended (the "Code"). More specifically, this Corporation is an organization composed of individuals and/or associations, each representing a different trade, business, occupation, profession, or ethnic background of the African Diaspora, created for the purpose of promoting the common interests of the African Diaspora of Miami-Dade County in economic development, self-help initiatives, coalition building, and other institutional development. In furtherance thereof, the Corporation

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intends to provide its Members with: (I) a forum in which they can share information and knowledge relating to the common interests of the African Diaspora of Miami-Dade County; (ii) a means by which the Members can cross-promote the interests of Members from different ethnic backgrounds in the African Diaspora of Miami-Dade County; (iii) a “clearinghouse inventory” whereby Members can obtain information regarding the African Diaspora of Miami-Dade County; and, (iii) any other purpose which benefits the Membership, as may determined by the Board of Directors.

B. This Corporation shall have all of the powers of a natural person, subject only to limitations imposed by these Articles, the Bylaws of this Corporation and applicable laws. Notwithstanding any such powers, or any other provision of these Articles, this Corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from Federal income tax under Section 501(c)(6) of the Code, or (ii) by a corporation organized under Section 170(c)(2) of the Code, or (iii) by a corporation as defined in Section 617.0835, Florida Statutes, or Sections 509 and 4941, et seq., of the Code.

C. No substantial part of the activities of this Corporation shall involve itself in propaganda or otherwise attempt to influence legislation (except as otherwise provided in Section 501(h) of the Internal Revenue Code of 1986), and the Corporation shall not participate in, or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.

D. This Corporation shall have and exercise all rights and powers conferred on non-profit corporations under the laws of the State of Florida, or which may hereafter be conferred, in order to promote religious, charitable, scientific, educational, sports, athletic and recreational purposes.

Notwithstanding any of the above statements of purpose and powers, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this Corporation.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, Director, 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 tax exempt purposes set forth herein.

#### **ARTICLE VI. - MEMBERSHIP**

The Board of Directors shall determine by a two-thirds vote the requirements and qualifications for Membership. Payments of fees by Members shall be determined by the majority vote of the Board of Directors. Admission to Membership in the Corporation shall be by a two-thirds vote of the Board of Directors. The authorized number, the different classes of Membership, if any, obligations, rights and privileges of Members and the termination of Membership shall be as set forth in the Bylaws.

#### **ARTICLE VII. - MANAGEMENT OF CORPORATE AFFAIRS**

The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors composed of members who shall be elected as provided in the Bylaws. The number of Directors may be increased or decreased from time to time as the Board may determine, however the number of Directors shall not be less than three.

#### **ARTICLE VIII. - DISSOLUTION**

This Corporation shall be dissolved and its affairs concluded by two-thirds vote of the Corporation's members eligible to vote. All the property and assets of this Corporation are and shall

be irrevocably dedicated to religious, charitable, educational, sports, athletic and recreational purposes meeting the requirements for exemptions provided by Section 501(c)(6) of the Code, as amended. No part of said property or assets shall ever inure to the benefit of any member, Director or Officer or to the benefit of any private individual or entity. Upon dissolution, winding up or abandonment of the Corporation provision for payment of all debts and liabilities of this Corporation shall be made to the extent assets available. If after payment of all such debts and liabilities there remains any Corporate assets, such assets shall be distributed for use in furtherance of the purposes of the Corporation as set forth or then such assets shall be distributed to an organization being operated for charitable purposes which are similar to the purposes of the Corporation, provided that such organization is qualified as an exempt organization under Section 501(c)(6). Any such assets not so disposed shall be disposed of by the Circuit Court 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.

#### **ARTICLE IX. - INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this Corporation shall be 150 S.E. 2nd Avenue , Suite 913, Miami, Florida 33131 and the initial registered agent of this Corporation at such office shall be MARLON A. HILL , who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

#### **ARTICLE X. - INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Nelson L. Adams, III, MD	1098 N.E. 95 Street Miami Shores, Fl 33138
Robert Beatty, Esq.	441 Grand Concourse Miami Shores, Fl 33138
Basil M. Bernard	386 N.E. 191 Street Miami, Fl 33179
Cynthia W. Curry	150 S. E. 2nd Avenue, Suite 913 Miami, Fl 33131
Bishop Victor T. Curry	13230 N.W. 7 Avenue North Miami, Fl 33168
Herman W. Dorsett, PhD	11111 S.W. 171 Terrace Miami, Fl 33157
Ronald Frazier, A.I.A.	900 N.E. 97th Street Miami, Fl 33138
Col. Brodes Hartley	7800 S.W. 170 Street Miami, Fl 33157
Marlon A. Hill, Esq.	5991 S.W. 76th Street, Apartment 5-B South Miami, Fl 33143
Nsidibe Ikpe, MD	13551 S.W. 62nd Avenue Miami, Florida 33156
George F. Knox, Esq.	3863 S.W. Douglas Road Miami, Fl 33133
Gepsie Metellus	74 N.W. 108 Street Miami Shores, Fl 33168
Rudy Moise, MD	1717 N. Bayshore Drive, Suite 3032 Miami, Fl 33132
Rachel Reeves	2082 N.E. 120 Road North Miami, Fl 33181

Walter T. Richardson, PhD

17201 S.W. 103 Avenue  
Miami, FL 33157

Bob Simms

7020 Gleneagle Drive  
Miami Lakes, FL 33014

H.T. Smith, Esq.

1017 N. W. 9th Court  
Miami, FL 33136

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this

8 th day of March, 2001.

  
Cynthia W. Curry, Incorporator

**ACCEPTANCE OF APPOINTMENT**

**OF**

**REGISTERED AGENT**

Pursuant to Section 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts the appointment as registered agent of Sankofa, Inc. and agrees to act in that capacity and to comply with the provisions of the Florida General Corporation Act. The undersigned is familiar with, and accepts the obligations of, Section 607.0501, Florida Statutes.

Date: 3/8/2001

Registered Agent

By:   
Marlon A. Hill