

Division of Corporations

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Division of Corporations

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FLORIDA NON-PROFIT CORPORATION**Caribbean Social and Economic Journal Inc.**

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ARTICLES OF INCORPORATION
OF

EFFECTIVE DATE
08-03-01

CARIBBEAN SOCIAL AND ECONOMIC JOURNAL INC.

The undersigned, acting as Incorporator of a corporation under the Florida Not For Profit Corporation Act, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is CARIBBEAN SOCIAL AND ECONOMIC JOURNAL INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation is 6289 West Sunrise Boulevard, Suite 276, Sunrise, FL 33313.

ARTICLE III

EFFECTIVE DATE

This Corporation is organized effective as of August 3, 2001.

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ARTICLE IVPURPOSE

The Corporation is organized to operate exclusively for educational, scientific and charitable purposes, more specifically to receive and publish academic articles about all forms of business, economic, social, legal and political activities in the Caribbean; to offer research grants, stipends, donations or gifts to support any form of academic or scholastic work undertaken anywhere in the world that will further the aims and objectives of providing an understanding of Caribbean issues and to support any other organization which has as its objective one or more of the objectives of this Corporation, either in partnership with that organization or as a contributor to the activities of the organization. To this end, the Corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, 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 of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

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ARTICLE VPOWERS

4.1 The Corporation shall possess and exercise all the powers and privileges granted by Chapters 607 and 617 of the Florida Statutes, or by any other law of Florida together with all powers necessary or convenient to the conduct, promotion or attainment of the activities or purposes of the Corporation, limited only by the restrictions set forth in these Articles of Incorporation.

4.2 The Corporation is organized not for profit and no part of the income of said Corporation shall ever be distributed to or enure to the benefit of any member of the Board of Directors, Officer or any private individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, reimburse for costs incurred and to make payments and distributions in furtherance of the purpose set for in these Articles of Incorporation.

4.3 No substantial part of the activities of the Corporation shall be the dissemination of propaganda, lobbying, or other attempts to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

4.4 Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on activities not permitted to be conducted or carried on (i) by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, and its Treasury Regulations as they now exist or as they may

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hereafter be promulgated or amended, or (ii) by a not for profit corporation under the laws of the State of Florida as they now exist or may be hereafter amended.

ARTICLE VI

NONSTOCK/NONMEMBERSHIP CORPORATION

The Corporation shall be organized as a nonstock corporation and shall have no Members except the members of the Board of Directors and Officers appointed by the Board of Directors.

ARTICLE VII

TERM OF EXISTENCE

The term for which the Corporation is to exist shall be perpetual.

ARTICLE VIII

BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The Members shall designate and appoint the Board of Directors of the Corporation, as defined in the Corporation's Bylaws.

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ARTICLE XIBYLAWS

The power to make, alter, amend, repeal or adopt the Bylaws of the Corporation shall be vested solely in the Board of Directors of the Corporation. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or the Articles of Incorporation.

ARTICLE XIIPERSONAL LIABILITY

No Member, Officer, or Director of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the Members, Officers, or Directors be subject to the payment of the debts or obligations of this Corporation.

ARTICLE XIIIDISSOLUTION

Upon the termination, dissolution or winding up 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 of 1986, as now enacted or hereafter amended, or 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.

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ARTICLE IXINITIAL BOARD OF DIRECTORS

The Corporation shall initially have four (4) members of the Board of Directors to hold office until the first meeting of the members of the Board of Directors, at which their successors will be duly elected and qualified, or removed as provided in the Bylaws. The following persons shall constitute the initial members of the Board of Directors the Corporation:

<u>Name</u>	<u>Address</u>
Audley Delroy Eccles	6816 SW 38 th Street Miramar, FL 33023
Allan Cunningham	9259 NW 54 th Street Sunrise, FL 33351
Alston Golding	3601 College Avenue Fort Lauderdale, FL 33319
Joel Martin McTague	100 NE Third Avenue, Suite 1100 Fort Lauderdale, FL 33301

ARTICLE XREGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office and the name of its initial registered agent at such address is:

<u>Name</u>	<u>Address</u>
Audley Delroy Eccles	6816 SW 38 th Street Miramar, FL 33023

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ARTICLE XIV

INCORPORATOR

The name and address of the undersigned Incorporator is:

Name

Address

Joel Martin McTague

100 NE Third Avenue, Suite 1100
Fort Lauderdale, FL 33301

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
this 3rd day of August, 2001.


JOEL MARTIN MCTAGUE, Incorporator

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for CARIBBEAN SOCIAL AND ECONOMIC JOURNAL INC., at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree 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.

Date: 08/03/01
AUDLEY DELROY ECCLES, Registered Agent

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