

Law Offices

**GARGANO & MARCHEWKA, L.L.P.**

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**Anthony J. Gargano**

Please reply to:

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August 21, 2001

Florida Department of State

Division of Corporations

Post Office Box 6237

Tallahassee, Florida 32314

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-08/27/01--01067--009

\*\*\*\*\*78.75 \*\*\*\*\*78.75

**RE: Articles of Incorporation for  
Lao Buddhist Association of Fort Myers, Inc.**

Dear Madam:

I have enclosed one (1) original and one (1) copy of the Articles of Incorporation of Lao Buddhist Association of Fort Myers, Inc. I have also enclosed a check made payable to the Secretary of State in payment of your required fees as follows:

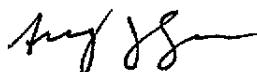
Filing Fee:	35.00
Registered Agent Filing Fee:	35.00
Certified Copy Fee:	8.75

TOTAL: \$ 78.75

After the Articles have been filed, please furnish me with a certified copy. Thank you for your cooperation and assistance.

Sincerely,

GARGANO & MARCHEWKA, L.L.P.



Anthony J. Gargano

AJG:rds  
enclosures  
cc: client

**FILED**  
01 AUG 27 PM 12:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



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ARTICLES OF INCORPORATION  
OF  
**LAO BUDDHIST ASSOCIATION OF FORT MYERS, INC.**

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

A NON-PROFIT CORPORATION

The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the **State of Florida**, adopt the following Articles of Incorporation:

1. The name of this corporation is **Lao Buddhist Association of Fort Myers, Inc.**

2. The initial principal office and mailing address of this corporation is:

399 Balboa Avenue Fort Myers, Florida 33905.

3. The purpose for which this corporation is organized is religious:

4. This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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 corresponding section of any future federal tax code.

5. Board of Directors: the names and addresses of the initial Board of Directors are:

Somchith Manivong  
11681 Tundra Drive  
North Fort Myers, FL 33917

Thomas Phimmasone  
399 Balboa Avenue  
Fort Myers, FL 33905

Champa Veopaseuth  
399 Balboa Avenue  
Fort Myers, FL 33905

Prasit Vannarath  
399 Balboa Avenue  
Fort Myers, FL 33905

Chanhtha Veoprasedth  
399 Balboa Avenue  
Fort Myers, FL 33905

The initial Board of Directors shall serve for a period of up to sixty days after incorporation, then a general meeting will take place and a new board will be elected according to the corporation's by-laws.

6. The name and address of the initial registered agent of this corporation is:

Somchith Manivong 11681 Tundra Drive North Fort Myers, FL 33917

7. The name and address of the incorporator to these Articles of Incorporation is:

Somchith Manivong 11681 Tundra Drive North Fort Myers, FL 33917

8. The classes, rights, privileges, qualifications, and obligations of members of this corporation are as follows:

This corporation shall have one class of membership. Any person shall be qualified to become a member. Additional provisions specifying the rights and obligations of members shall be contained in the By-laws of this corporation pursuant to, and in accordance with, the laws of this state.

9. Any additional provisions for the operation of the corporation are as follows:

9.1. Upon the dissolution of this corporation, its assets remaining after payment, or provisions for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

9.2. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

9.3. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these Articles.

9.4. Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

9.5. In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

10. The period of existence and/or duration of this non-profit corporation are perpetual.

11. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

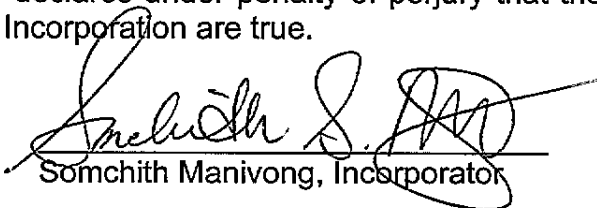
12. The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the bylaws must be approved by a majority of the shareholders.

13. A majority of all the members of the Board of Directors shall constitute a quorum at a meeting of the Board of Directors. If a quorum is present, the affirmative vote of a majority of all of the Board of Directors of the corporation shall be an act of the Board of Directors.

14. Any action of the Board of Directors may be taken without a meeting, if consent in writing setting forth the action so taken signed by all of the persons who are entitled to vote on such action at a meeting is filed with the secretary of the corporation as part of the corporate records.


15. The corporation shall indemnify each officer, director, incorporator and registered agent including former officers, directors, incorporators, and registered agent to the full extent permitted by law.

The undersigned incorporator hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

  
Somchith Manivong, Incorporator

STATE OF FLORIDA }  
COUNTY OF LEE }

The foregoing instrument was acknowledged before me this August 21, 2001 by Somchith Manivong, who is personally known to me or produced as identification and who did/did not take an oath.

  
NOTARY PUBLIC  
Anthony J. Gargano  
Printed Name

My Commission Expires:

ANTHONY J. GARGANO  
Notary Public, State of Florida  
My comm. exp. Nov. 11, 2002  
Comm. No. CC789970

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida law the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is **Lao Buddhist Association of Fort Myers, Inc.,**
2. The name and address of the registered agent is: **Somchith Manivong.**
3. The address of the registered office of the Corporation is: 11681 Tundra Drive North Fort Myers, FL 33917.

  
Somchith Manivong, Incorporator

August 21, 2001.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

  
Somchith Manivong, Registered Agent

August 21, 2001