

NO20000000842

TRANSMITTAL LETTER

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

SUBJECT: SSP Florida Chapter, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

300004850293--1
-01/31/02--01028--018
*****78.75 *****78.75

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: Kimberly D. Neill
Name (Printed or typed)

4000 N. State Rd 7 Ste. 406
Address

Lauderdale Lakes, FL 33319
City, State & Zip

(954) 731-8189
Daytime Telephone number

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

FILED
2002 JAN 31 AM 10:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

2/26/02

ARTICLES OF INCORPORATION

OF

**SSPI FLORIDA CHAPTER, INC.
(In Compliance with Chapter 617 Florida Not For Profit
Corporation Act)**

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2002 JAN 31 AM 10:40

SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, a natural person of the age of eighteen years or over, for the purpose of forming a corporation pursuant to Chapter 617 of the Not-for-Profit Corporation Act of the State of Florida, does hereby certify as follows:

ARTICLE I: NAME

The name of the corporation is SSPI Florida Chapter, Inc. (the "Corporation").

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

4000 North State Road 7, Suite 406
Lauderdale Lakes, Florida 33319 USA

ARTICLE III: PURPOSE

ARTICLE IV: NATURE OF THE CORPORATION

The nature of the Corporation's primary purposes to be conducted or promoted is as follows:

- (a) To receive, administer and expend funds exclusively for charitable and educational purposes in connection with the following:
 - (i) To further public awareness and understanding concerning satellite communications systems and technology and to further the public knowledge of current trends and developments in such systems and technology;
 - (ii) To inform and educate the American public about the public benefits to be derived from the effective use and development of satellite communications technology and the communications problems that may be solved through the application of satellite technology;
 - (iii) To provide a forum by which intelligent and deliberate discussion of the public benefit served by efficient satellite technologies may be promoted;

(iv) To prepare educational material, technical and professional publications, conduct educational activities and encourage professional contributions in support of these primary purposes;

(v) To conduct and sponsor forums, lectures, debates and similar programs to encourage continuing education and otherwise to carry out the purpose of the Corporation;

(vi) To assist other charitable and educational organizations in the establishment of curriculum and other programs dealing with satellite technology;

(vii) To cooperate with other industrial, technical, professional and governmental organizations in matters of mutual interest;

(viii) To encourage the personal and professional development of members of the satellite industry and to provide information on industry developments;

(ix) To establish in the main office or elsewhere all departments and divisions necessary to carry out the Corporation's purposes;

(x) To engage in any and all lawful activities incidental to the foregoing purposes except as restricted herein.

(b) 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 the corporation, as set above.

ARTICLE V: MANNER OF ELECTION

The manner in which the directors are elected or appointed will be stated in the By-laws of the Corporation.

ARTICLE VI: INITIAL DIRECTORS/OFFICERS

The names, addresses and titles:

<u>Name</u>	<u>Address</u>	<u>Title</u>
Ms. Kimberly D. Neill	SSPI Florida Chapter, Inc. 4000 North State Road 7, Suite 406 Lauderdale Lakes, Florida 33319 USA	Director President
Ms. Noemi Dolinsky	SSPI Florida Chapter, Inc. 4000 North State Road 7, Suite 406 Lauderdale Lakes, Florida 33319 USA	Director Vice President

Ms. Diane J. Taylor

SSPI Florida Chapter, Inc.
4000 North State Road 7, Suite 406
Lauderdale Lakes, Florida 33319
USA

Director
Secretary
Treasurer

ARTICLE VII: MEMBERS

The Corporation has no members.

ARTICLE VIII: INITIAL REGISTERED AGENT AND STREET

ADDRESS

The name and Florida street address of the registered agent is:

Ms. Kimberly D. Neill
SSPI Florida Chapter, Inc.
4000 North State Road 7, Suite 406
Lauderdale Lakes, Florida 33319 USA

ARTICLE IX: INCORPORATOR

The name and address of the Incorporator is:

Ms. Kimberly D. Neill
SSPI Florida Chapter, Inc.
4000 North State Road 7, Suite 406
Lauderdale Lakes, Florida 33319 USA

ARTICLE X: MISCELLANEOUS

(a) The Corporation shall not receive gifts, contributions or grants of money or property which result in special benefit to the donor or which are subject to restrictions detrimental to the general welfare of the public at large.

(b) The Corporation is not formed for pecuniary profit or for financial gain, and no part of the assets, income or profit of the Corporation shall be distributed to, or inure to the benefit of, any trustee, director or officer of the Corporation or any private individual. However, reasonable compensation may be paid for services rendered on behalf of the Corporation in furtherance of one or more of its corporate purposes.

(c) In any taxable year in which the Corporation is a private foundation as described in Section 509 of the Internal Revenue Code, the Corporation shall, and pursuant to Section 406 of the Not-for-Profit Corporation Law:

(i) Be authorized to distribute such amounts for such taxable year at such time and in such manner so as not to subject the Corporation to tax on undistributed income under Section 4942 of the Internal Revenue Code;

(ii) Not engage in any act of self-dealing that is subject to tax under Section 4941 of the Internal Revenue Code;

(iii) Not retain any excess business holdings that are subject to tax under Section 4943 of the Internal Revenue Code;

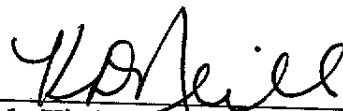
(iv) Not make any investments in such manner so as to subject the Corporation to tax under Section 4944 of the Internal Revenue Code; and

(v) Not make any expenditures that are subject to tax under Section 4945 of the Internal Revenue Code.

(d) No substantial part of the activities of the Corporation shall be carrying on propaganda or otherwise attempting to influence legislation. The Corporation shall not participate or intervene in (including by publishing or distributing statements) any political campaign on behalf of any candidate for public office.


(e) If the Corporation is dissolved, none of its assets, after payment of expenses and the satisfaction of all liabilities, shall be distributed to any director, trustee, officer or employee of the Corporation, or to any private individual. Upon dissolution, all assets, after payment of the Corporation's obligations, shall be transferred or distributed to such charitable and educational organizations at the time qualified under Section 501(c)(3) of the Internal Revenue Code, as determined by the Board of Directors, and subject to the then applicable provisions of the Not-for-Profit Corporation Act, including approval by a court having jurisdiction over the Corporation, if required.

IN WITNESS WHEREOF, the undersigned has made and signed this Certificate
this 28th day of January, 2002 and affirms the statements contained therein as true under
penalties of perjury.



Ms. Kimberly D. Neill
SSPI Florida Chapter, Inc.
4000 North State Road 7, Suite 406
Lauderdale Lakes, Florida 33319
USA

Having been named as registered agent to accept service of process for the above
stated corporation at the place designated in this certificate, I am familiar with and accept the
appointment as registered agent and agree to act in this capacity.



Ms. Kimberly D. Neill

1/28/02
Date

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2002 JAN 31 AM 10:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA