

NO 2000005625

MILHAEN BARTON  
- 6914 SW 38th ST  
- MIAMI FL 33023

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-07/24/02--01052--004  
\*\*\*\*\*78.00 \*\*\*\*\*78.00

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
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02 JUL 24 AM 8:51  
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TALLAHASSEE, FLORIDA

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**NEW FILINGS**

- Profit  
 Not for Profit  
 Limited Liability  
 Domestication  
 Other

**AMENDMENTS**

- Amendment  
 Resignation of R.A., Officer/Director  
 Change of Registered Agent  
 Dissolution/Withdrawal  
 Merger

**OTHER FILINGS**

- Annual Report  
 Fictitious Name

**REGISTRATION/QUALIFICATION**

- Foreign  
 Limited Partnership  
 Reinstatement  
 Trademark  
 Other

Examiner's Initials

Bm 7/25

ARTICLES OF INCORPORATION

OF

**CARIBBEAN F.C., INC.**

I, the undersigned, for the purposes of forming a non-profit corporation under Florida Statutes Chapter 617, do hereby subscribe, acknowledge and file the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be:

**CARIBBEAN F.C., INC.**

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ARTICLE II

ADDRESS OF PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is C/O Michael Barton, 6914 S.W. 38 Street, Miramar, FL 33023.

ARTICLE III

NO MEMBERS OR STOCK

This Corporation shall not have Members and shall not issue membership certificates. The Corporation shall not have stock or issue shares of stock.

ARTICLE IV  
NOT FOR PROFIT

The Corporation is a not-for-profit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation shall inure to the benefit of, or be distributable to, the directors or officers of the Corporation, or to any private person, except to the extent permissible under law and under Section 501( c )(3) of the United States Internal Revenue Code of 1986, as amended (the "Code"). The Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation and to make payments and distributions in furtherance of the purposes to set forth herein. If the Corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of the Corporation, and no part of the income or assets of the Corporation shall be distributable to or for the benefit of its members, except to the extent permissible under law and under Section 501(c) (3) of the Code.

ARTICLE V

DURATION

The duration of the Corporation is perpetual.

ARTICLE VI

PURPOSES

The Corporation is organized, and shall be operated exclusively for, the following purposes:

1. Athletic Soccer Club
2. To exercise all the powers conferred by law upon corporations not for profit, to the extent that such powers are not in conflict with the purposes of the Corporation.
3. To operate exclusively for such charitable purposes as will qualify it as an exempt organization under Section 501(c) (3) of the Code or corresponding provisions of any future United States internal revenue law.

4. To contract and be contracted with, and to sue and be sued.
5. To adopt and use a corporation seal containing the words "corporation not for profit", if desired and deemed necessary; but, this shall not be compulsory unless required by law.
6. To do all acts and things requisite, necessary, proper and desirable to carry out and further the objects for which this Corporation is formed; and, in general, to have all the rights, privileges and immunities, and enjoy all the benefits of the laws of the state of Florida applicable to corporations of this character, including but not limited to the powers described in Section 617.021 of the Florida Statutes.
7. All of the above and foregoing are to be construed both as objects and powers, and it is expressly provided that the specific objects and powers enumerated herein shall not be held to limit or restrict in any manner the general powers of the Corporation.
8. Each and all of the objects, purposes and powers of the Corporation, however, shall be exercised, construed and limited in their application to accomplish the purposes for which this Corporation is formed.
9. This Corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c) (3) of the Code or the corresponding provision of any future United States internal revenue law or (b) a corporation, contributions to which are deductible under Section 170 (c) (2) of the Code or any other corresponding provision of any future United States internal revenue law.

## ARTICLE VII

### BOARD OF DIRECTORS

The management of the Corporation shall be vested in a board of Directors. The number of directors constituting the initial Board of Directors is three. The number of directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). The Bylaws may provide for ex-officio and honorary directors and their rights and privileges. The initial directors are elected by the

Incorporator. Thereafter, each Director shall be elected by a majority vote of the Board of Directors in the manner and at the times set forth in the Bylaws.

#### ARTICLE VIII

#### INCORPORATOR

The name and address of the sole Incorporator of the Corporation is as follows:

**MICHAEL BARTON**

**6914 S.W. 38 STREET, MIRAMAR, FL 33023**

#### ARTICLE IX

#### BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by a majority vote of the board of Directors.

#### ARTICLE X

#### AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

#### ARTICLE XI

#### INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial Registered Agent of the Corporation is:

**MICHAEL BARTON**

**6914 S.W. 38 Street, Miramar, Florida 33023**

ARTICLE XII

In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of such organizations which are exempt under Section 501(c) (3) of the Code and are engaged in activities of the type described in Article 6 above, as the Board of Directors shall determine. Any of such assets not so disposed of 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, which are organized and operated exclusively for such purposes.

N WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12th day of JULY, 2002.

Michael Barton  
MICHAEL BARTON

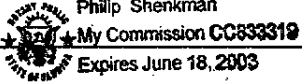
STATE OF FLORIDA  
COUNTY OF

EXECUTION OF the foregoing instrument was acknowledged before me this 12<sup>TH</sup> Day of JULY, 2002, by Michael Barton, who is personally known to me or who has produced sufficient evidence of identification (described below) and who did take the oath.

Description of identification produced: Personally Known

Philip Shenkman  
NOTARY PUBLIC - SIGNATURE ABOVE

NOTARY NAME: Philip Shenkman

COMMISSION NO: \_\_\_\_\_  


COMMISSION EXP. DATE: \_\_\_\_\_  
Notary Name/Commission Number/Exp. Date - Type or Printed

The undersigned hereby accepts designation as Registered Agent of the Corporation.

Michael Barton  
MICHAEL BARTON

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Title	Name	Address	Phone
President	Donovan Nicholson	19140 NW 22 Street Pembroke Pines, FL 33029	954-430-1548
Vice President	MICHAEL BARTON	6914 SW 38 STREET MIRAMAR, FL 33023	954-987-1017
Treasurer	Carol Nicholson	19140 NW 22 Street Pembroke Pines, FL 33029	954-430-1548
Secretary	Rhondo Figueira	16352 NW 22 Terrace Pembroke Pines, FL 33028	954-433-9804
Director	Jacinto Figueira	16352 NW 22 Terrace Pembroke Pines, FL 33028	954-433-9804
Director	Michael Barton	6914 SW 38 Street Miramar, FL 33023	954-987-1017
Director	Loren Brown	7636 Alhambra BLVD. Miramar, FL 33023	954-983-0563
Director	Ricardo Brown	8941 N. Lake Miramar Cir. Miramar, FL 33025	