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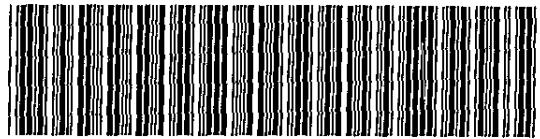
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB7-15

TRANSMITTAL LETTER

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

SUBJECT: 8WINGS4G-D, CORP.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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: ALEX C. PERDOMO
Name (Printed or typed)

8448 Littleleaf CT.
Address

Orlando FL 32835.
City, State & Zip

407-296-8448.
Daytime Telephone number

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

**Articles Of Incorporation
Of
8wings4G_D, Corp.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED natural person being the age of eighteen (18) years or more, acting as incorporator of a corporation under the Florida Nonprofit Corporation Act, Pursuant to Chapter 617.0202, F.S., adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
CORPORATE NAME**

- 1.1 The name of the corporation is 8wings4G_D, Corp.

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS**

- 2.1 The principal place of business of this corporation is: 8448 Littleleaf Ct., Orlando, FL, 32835.

The business of this corporation may be conducted in all counties of the State of Florida and in all states of the United States, and in all territories thereof, and in all foreign countries as the Board of Directors shall determine.

**ARTICLE III
PURPOSES**

- 3.1 The corporation is organized exclusively for charitable and educational purposes, and not for profit, including:
- (a) To act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Florida, and to act and operate as a charitable organization in lessening the burdens of government, providing relief of the poor, the hungry, the homeless, and distressed by educational training program, self-help program, providing financial support and providing food and clothing to the aforesaid.

- (b) To engage in any and all activities and pursuits, and to support or assist such other organizations, as may be reasonably related to the foregoing and following purposes.
- (c) To engage in any and all other lawful purposes, activities and pursuits, which are substantially similar to the foregoing and which are or may hereafter be authorized by Section 501(c)(3) of the Internal Revenue Code and are consistent with those powers described in the Florida Nonprofit Corporation and Corporation Association Act, as amended and supplemented.
- (d) To solicit and receive contributions, purchase, own and sell real and personal property, to make contracts, to invest corporate funds, to spend corporate funds for corporate purposes, and to engage in any activity "in furtherance of, incidental to, or connected with any of the other purposes."

3.2 The corporation shall have the power to conduct activities and engage in transactions incidental to the accomplishment of the above purposes, including the power to accept contributions, subject to the following limitations:

- (a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that 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 set forth above;
- (b) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office except as authorized under the most current Internal Revenue Code;

- (c) Notwithstanding any other provision of these Articles, the 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 of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law); or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of said Internal Revenue Code.

3.3 If the corporation is ever classified by the Internal Revenue Service as a Private Foundation, the following provisions will prevail:

- (a) The corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942.
- (b) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d).
- (c) The corporation shall not retain any excess business holdings as defined in Section 4943(c).
- (d) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944.
- (e) The corporation shall not make any taxable expenditures as defined in Section 4949(d).

3.4 Any references herein to "Section" refers to a section of the Internal Revenue Code of 1986, as amended, and to any corresponding subsequent federal tax laws.

ARTICLE IV MANNER OF ELECTION

- 4.1 At the first annual meeting of the directors and/ or officers and at each annual meeting thereafter the directors shall elect directors and or officers to hold office until the next succeeding annual meeting, or until a successor shall have been elected and qualified or until the earlier resignation, removal from office or death.
- 4.2 Any vacancy occurring in the Board of Directors, including any vacancy created by reason of an increase in the number of directors, may be filled by the affirmative vote of a majority of the remaining directors though less than a quorum. A director elected to fill a vacancy shall hold office only until the next election of directors by the directors and/or officers.
- 4.3 Removal of Directors: at a meeting of directors called expressly for that purpose, any director may be removed, with or without cause, by a vote of the directors of a majority entitled to vote at an election of directors.
- 4.4 Quorum & Voting: a majority of the number of directors fixed by these By-laws shall constitute a quorum for the transaction of business. The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.
- 4.5 Executive & Other committees: the directors, by resolution adopted by a majority of the full Board of Directors, may designate from among its members, an executive committee and other committees, and each such committee shall serve at the pleasure of the Board with the authority contained in the Florida Statutes. The Board, by resolution, may designate one or more directors as alternate members of any such committee, who may act in place and stead of any absent member or members at any meeting of such committee.
- 4.6 Regular meetings; A regular meeting of the Directors shall be held without other notice than this By-Law, immediately after and at the same place as the annual meeting of the Directors.

ARTICLE V
DIRECTORS AND/OR OFFICERS

5.1 The number of Directors of this corporation shall be three, or more than three, as fixed from time to time by the By-Laws of the corporation. The number of Directors constituting the initial Board of Directors is three, and the names and addresses of the persons who are to serve as Directors until their successors are elected and shall qualify are:

Alex C. Perdomo MD, President, Director
8448 Littleleaf Ct., Orlando, FL, 32835

Georgina Chan Perdomo MD, Treasurer, Director
8448 Littleleaf Ct., Orlando, FL, 32835

Gabriel Perdomo, Director
8448 Littleleaf Ct., Orlando, FL, 32835

Melisa Perdomo Roy, Secretary, Director
8448 Littleleaf Ct., Orlando, FL, 32835

Dawn Perdomo, Director
8448 Littleleaf Ct., Orlando, FL, 32835

Robert Roy, Director
8448 Littleleaf Ct., Orlando, FL, 32835

5.2 In order to qualify, Directors need not be a resident of the State of Florida.

**ARTICLE VI
REGISTERED OFFICE AND AGENT**

6.1 The name and address of the corporation's initial registered office shall be:

Alex C. Perdomo MD
8448 Littleleaf Ct., Orlando, FL, 32835

Such office may be changed at any time by the Board of Directors without amendment of these Articles of Incorporation. Such agent hereby acknowledges and accepts appointment as Corporate Registered Agent.

**ARTICLE VII
INCORPORATORS**

7.1 The name and address of the incorporator(s) is:

Alex C. Perdomo MD
8448 Littleleaf Ct., Orlando, FL, 32835

Georgina Chan Perdomo MD
8448 Littleleaf Ct., Orlando, FL, 32835

**ARTICLE VIII
SHARES**

8.1 The corporation shall not issue any shares of stock

ARTICLE IX DISSOLUTION

9.1 Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all the assets of the corporation in such manner to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3).

9.2 Any such assets not so disposed of by the Board of Directors shall be disposed of by the district 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.

ARTICLE X DURATION

10.1 The period of duration of this corporation is perpetual.

ARTICLE XI MEMBERSHIP

11.1 The corporation shall have no members.

ARTICLE XII BY-LAWS

12.1 Provisions for the regulation of the internal affairs of the corporation are to be determined and set forth in the By-Laws. The original By-Laws shall be adopted by the Board of Directors of the corporation. Thereafter, By-Laws may be adopted, amended or repealed by the Board of Directors in accordance with the By-Laws.

IN WITNESS WHEREOF, I/We have executed these Articles of Incorporation in duplicate this _____ day of _____, _____, and say that I/We am/are the Incorporator(s) herein and have read the above and foregoing Articles of Incorporation and know the contents thereof.

INCORPORATOR(S):


Alex C. Perdomo MD


Georgina Chan Perdomo MD

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.

Signature of REGISTERED AGENT: 

STATE OF Florida

COUNTY OF Orange

The foregoing instrument was acknowledged before me this 9th day of July, 2003, by ALEX & GEORGINA PERDOMO as Incorporators.


Notary Public



Lina Rozier
My Commission DD066385
Expires October 22, 2005

SunTrust
Residing at:

1/1/2005/2008
My commission expires:

STATE OF Florida

COUNTY OF Orange

The foregoing instrument was acknowledged before me this 04th day
of July, 2008 by Alex Perdomo, as
Registered Agent.



Lina Rozler
My Commission DD066385
Expires October 22, 2005

Lina Rozler
Notary Public

Sun Trust
Residing at:

10/22/2008
My Commission expires: