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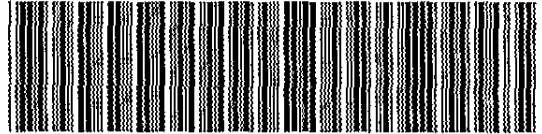
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TALLAHASSEE, FLORIDA

QB 10/7

Tressa Cooke
Apartment 108
1500 N.E. 127th Street
North Miami, Florida 33161

October 4, 2003

Division of Corporation
Florida Department of State
409 E. Gaines Street
P.O. Box 6327
Tallahassee, Florida 32399

ATTENTION: DORIS BROWN - NEW FILING

RE: ARTICLES OF INCORPORATION FOR
AIR JAMAICA "alumni" ASSOCIATION, INC.

Dear Ms. Brown:

Enclosed please find the following:

1. The original and one (1) copy of the Air Jamaica "alumni" Association, Inc., and
2. My check in the amount of Seventy Eight Dollars (\$78.00) payable to the Secretary of State, which represents filing fee and request for a certified copy.

Your prompt attention to this matter is appreciated.

Sincerely,



Tressa Cooke

Encl:

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03 OCT -7 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AIR JAMAICA "alumni" ASSOCIATION, INC.
A NON-PROFIT CORPORATION

KNOW ALL MEN BY THESE PRESENTS: That the undersigned incorporators acknowledge and file this Certificate for the purpose of forming a corporation under the laws of the State of Florida, pursuant to Chapter 617, Florida Statutes.

NAME OF CORPORATION

FIRST: The name of the Corporation shall be AIR JAMAICA "alumni" ASSOCIATION, INC.

OBJECTIVE OR OBJECTS OF CORPORATION

SECOND: To transact any or all lawful business for which corporations may be organized which is not prohibited by law nor required to be specifically stated in the Articles.

LOCATION

THIRD: The principal office of the Corporation in the State of Florida, County of Broward, shall be located at 1500 N.E. 127th Street - Unit 108, North Miami, Florida 33161.

ARTICLE I

Name. The name of the proposed Corporation is AIR JAMAICA "alumni" ASSOCIATION, INC.

ARTICLE II

Duration. The duration of the corporation shall be perpetual.

ARTICLE III

Offices. The location of the corporation is in the City of Fort Lauderdale, County of Broward, State of Florida. The address of the principal office and registered office shall be 1500 N.E. 127th Street - Unit 108, North Miami, Florida 33161.

The name of the registered agent at said address is TRESSA COOKE.

ARTICLE IV

Purpose. The Corporation is organized as a non-profit Corporation for the following purposes:

(A) The specific and primary purposes are:

- (1) To aid, support and assist by gifts, contributions or otherwise, member of or family members of the association, funds and foundations organized and operated exclusively for charitable, religious, literary or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholders or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation;
- (2) To do any and all lawful activities which may be necessary, useful or desirable for the furtherance,

accomplishment, fostering or attainment of the foregoing purposes, either directly or indirectly, and either along or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature such as corporations, firms, associations, trust, institutions, foundations or governmental bureaus, departments or agencies.

(B) In furtherance, but not in limitation, of the foregoing charitable, and educational purposes, the corporation shall have the following powers:

- (1) To solicit, collect, and receive money and other assets, and to administer funds and contributions received by grant, gift, deed bequest or devise, and otherwise to acquire money, securities, property, rights and services of every kind and description, and to hold, invest, expand, contribute, use, sell or otherwise dispose of any money, securities, property, rights or services so acquired for the purpose above mentioned;
- (2) To invest and reinvest its funds in such mortgages, bonds, notes, debentures, shares of preferred and common stock, and any other securities of any kind whatsoever, and property, real, personal or mixed, tangible or intangible,

all as the Corporation's Board of Directors shall deem advisable, and as may be permitted by law;

- (3) To provide advice, support, credit, funds, capital, gifts and all other lawful forms of assistance, financial and otherwise, to members of the Air Jamaica "alumni" Association, Inc.
- (4) To furnish management, administrative and other business advice, support, training and technical assistance to members of the Air Jamaica "Alumni" Association, Inc.
- (5) To aid, support and assist by gifts, contributions, and other lawful forms of assistance other persons or organization seeking to expand the opportunities for business ownership by said residents and groups in organizing, creating, acquiring, obtain financing for, and managing the effort to eliminate crime, poverty and sickness;
- (6) To engage in any and all other activities which will directly or indirectly improve the welfare and economic conditions of said members, and
- (B) To exercise all other rights and power conferred upon corporations formed under the General Non-profit Corporation Law of the State of Florida, provided, however, that the Company shall not engage in any activities or exercise any powers,

including those specifically mentioned herein,
that are not in furtherance of the specific and
primary charitable, and educational purposes of
the corporation.

All of the foregoing purposes and powers shall be exercised
exclusively for the charitable and educational purposes in such
manner that the company shall qualify as an exempt organization
under section 501 (c) (3) of the Internal Revenue Code of 1954.

ARTICLE V

Qualification of Members. Any person 21 years of age or
older were former employees or who is employed to Air Jamaica in
any capacity, is eligible for membership in this Corporation.

The Corporation requests a membership fee from those who can
afford to pay it, but the membership fee is not a criteria for
membership.

ARTICLE VI

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, any political campaign on behalf of any candidate
for public office. Notwithstanding any other provision of these
Articles, the Corporation shall not carry on any other activities
not permitted to be carried on by a Corporation exempt from federal

and state income taxes under section 501 (c) (3) of the Internal Revenue Code of 1954.

ARTICLE VII

Incorporators. The name and address of the incorporators are:

Tressa Cooke
Apartment 108
1500 N.E. 127th Street
North Miami, Florida 33161

Noelle Murray
9942 N.W. 10th Street
Pembroke Pines, Florida 33024

ARTICLE VIII

Officers: The names of the officers chosen at the initial meeting and who will serve until his respective successor is elected at the subsequent meeting is as follows:

President	-	Tressa Cooke Apartment 108 1500 N.E. 127 th Street North Miami, Florida 33161
Vice President	-	Annette Sinclair 7230 N.W. 47 th Place Lauderhill, Florida 33319
Secretary	-	Noelle Murray 9942 N.W. 10 th Street Pembroke Pines, Florida 33024
Treasurer	-	Alty McKoy 6981 S.W. 25 th Street Miramar, Florida 33023

The officers of the corporation shall be elected by the Board of Directors of the corporation and each officer must be a member in good standing.

ARTICLE IX

Board of Directors. The names and addresses of the initial directors until the first meeting of the corporation are:

President	-	Tressa Cooke
Vice President	-	Annette Sinclair
Secretary	-	Noelle Murray
Treasurer	-	Alty McKoy

ARTICLE X

The Board of Directors shall have the power to make, alter or rescind the By-laws of the corporation by the affirmative vote of a majority of the Directors at any meeting called pursuant to the By-laws. The Board of Directors will manage the affairs of the Corporation and will be elected annually.

ARTICLE XI

The Board of Directors shall have the power to amend these Articles of Incorporation by the affirmative vote of a majority of Directors, provided that any such action be undertaken in accordance with the laws of the State of Florida.

ARTICLE XII

Upon the dissolution of the organization, 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, or corresponding section of any future federal Tax Code, or shall be distributed to the federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of

by the County Court or Circuit, as applicable, of the county in which the principal office of the organization is then located, exclusively for such purposes.

ARTICLE XIII

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of, or provision for payment of, all debts and liabilities of the Corporation, shall be distributed to an organization and used exclusively to accomplish the general purposes for which this Corporation is organized. If the Corporation holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the appropriate Court of Broward County, in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

ARTICLE XIV

In the event that this Corporation shall become a "private foundation" within the meaning of section 509 of the Internal Revenue Code of 1954, the Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under section 4942 of the Internal Revenue Code; shall not engage in any act of self-dealing as defined in section 494 (d) of the Internal Revenue Code; shall not retain any excess business holdings as defined in section 4943 (c) of the Internal Revenue Code shall not make any investment in such manner as to subject it to tax under section 4944 of the Internal Revenue Code;

and shall not make any taxable expenditures as defined in the section 4945 (d) of the Internal Revenue Code.

ARTICLE XV

Any person (and the heir, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorneys' fees and disbursements, incurred by him (or by his heir, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heir, executors or administrators) may be entitled apart from this Article.

IN WITNESS WHEREOF, the Incorporators have signed these Articles of Incorporation on the 3rd day of October, 2003.

INCORPORATOR


Tressa Cooke

STATE OF FLORIDA)
COUNTY OF BROWARD)

I hereby certify that on this day, before me, an officer duly

authorized to administer oaths and take acknowledgments, personally appeared TRESSA COOKE, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, and an oath was taken. (check one) ☒ She is personally known to me. ___ She provided the following type of identification: _____

WITNESS my hand and official seal in the County and State last aforesaid this 28 day of October, 2003.



Annette Sinclair
My Commission DD112263
Expires April 25, 2006

NOTARY PUBLIC - STATE OF FLORIDA

I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.

Accept:

Tressa Cooke

Tressa Cooke, as
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA