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Account Name : GUNSTER, YOAKLEY, VALDES-FAULI & STEWART, P.A.-FT. LAUDERDAL  
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FLORIDA NON-PROFIT CORPORATION

The United States of America National Taekwon-Do Fed

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**ARTICLES OF INCORPORATION  
OF  
THE UNITED STATES OF AMERICA  
NATIONAL TAEKWON-DO FEDERATION, INC.**

**A FLORIDA NOT FOR PROFIT CORPORATION**

The undersigned, acting as Incorporator of a Florida corporation under the Florida Not For Profit Corporation Act, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

**ARTICLE I**

**NAME**

The name of the Corporation is The United States of America National Taekwon-Do Federation, Inc.

**ARTICLE II**

**ADDRESS**

The address of the principal office of the Corporation and the Corporation's mailing address is 1608 E. Commercial Boulevard, Fort Lauderdale, Florida, 33334.

**ARTICLE III**

**PURPOSE**

The Corporation is organized and shall be operated exclusively for charitable, religious and educational purposes. The terms charitable, religious and educational shall have the same meanings herein that they have in Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future federal internal revenue laws then in effect (the "Internal Revenue Code").

Without limiting the generality of the foregoing, the purposes of this Corporation shall include the following:

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To improve the quality of Taekwon-Do by providing education, advocacy, information and professional development for Grand Masters, Masters, instructors and students of Taekwon-Do.

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

No part of the net earnings or other assets of this Corporation shall inure to the benefit of any director, officer, contributor, or other private individual, having, directly or indirectly, any personal or private interest in the activities of this Corporation, except that this Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments in furtherance of the purposes set forth in this Article III.

The foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the powers of this Corporation as conferred by the laws of the State of Florida and shall be understood to be in furtherance of, and in addition to, such general powers conferred on corporations not for profit under the provisions of Chapter 617 of the Florida Statutes, as the same may be amended from time to time, or the provisions of any similar law.

#### ARTICLE IV

##### MEMBERS

This Corporation shall have members. The qualification and rights of members, the quorum and voting requirements for meetings and activities of the members, and the notice requirements sufficient to provide notice of meetings and activities of the members shall be set forth in the Bylaws.

**ARTICLE V**  
**BOARD OF DIRECTORS**

The board of directors shall be vested with all of the power and authority to supervise, control, direct and manage the property, affairs and activities of this Corporation. The rights, powers and privileges of the directors shall be fixed in the Bylaws.

The number of members of the board of directors shall not be less than three (3) and shall be fixed by, or in the manner prescribed in, the Bylaws, as amended from time to time at any time after the adoption of the initial Bylaws. Directors shall be elected or appointed in the manner and for the terms as provided in the Bylaws.

**ARTICLE VI**  
**DISSOLUTION**

This Corporation is not for profit and, therefore, there shall never be distributed any gains, profits or dividends to any officer, director or member of the Corporation, and no part of the net earnings shall inure to any individual. It is a further expressed provision of these Articles that the assets and proceeds of every nature and description of the Corporation are, and shall forever be, irrevocably dedicated to the benevolent purposes stated in Article III hereof. In the event of liquidation or dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, dispose of all assets of the Corporation to any exempt organization(s) under Code Section 501(c)(3) (or any successor legislation) as the Board of Directors (or in their absence as a court of competent jurisdiction) shall determine.

**ARTICLE VII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 1608 E. Commercial Boulevard, Fort Lauderdale, Florida, 33334, and the name of the initial Registered Agent of the Corporation is David Baghdassarian.

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the person signing these Articles are as follows:

Name  
JAMES B. DAVIS, ESQ.

Address  
Gunster, Yoakley & Stewart, P.A.  
500 E. Broward Boulevard, Suite 1400  
Fort Lauderdale, Florida 33394

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation  
this 17<sup>th</sup> day of May, 2004.

  
JAMES B. DAVIS  
Incorporator

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above-stated not for profit corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 617, Florida Statutes.

Dated: May 19, 2004

  
DAVID BAGHDASSARIAN

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