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TRANSMITTAL LETTER

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

ARTICLES OF INCORPORATION OF CHARLOTTE COUNTY MULTI-CULTURAL, INC. A Florida Non-Profit Corporation

The undersigned incorporator to the Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the **State of Florida**.

ARTICLE I. NAME

The name of this corporation shall be CHARLOTTE COUNTY MULTI-CULTURAL, INC.

ARTICLE II. PURPOSE

The general purpose and plan of operation of this corporation shall be to create

Multi Cultural Community Events.

ARTICLE III. MANNER OF ELECTION OF DIRECTORS

The terms of admission and qualification for membership in this corporation shall be by application, written or oral and approved by appointment by the Chief Executive Officer. Any person desiring to aid this corporation and interested in addressing the spiritual, educational, and social needs of this community is eligible to become a member of the board of directors.

ARTICLE IV. DURATION

The corporation shall have perpetual existence.

ARTICLE V. PRINCIPAL OFFICE

The principal office of this corporation shall be located at 2314 Gimlet St., in the City of Port Charlotte, County of Charlotte, State of Florida, and the post office address of said principal office of the corporation shall be at 2314 Gimlet St., Port Charlotte, FL 33948.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The registered office of the corporation shall be at 2314 Gimlet St., Port Charlotte, FL 33948, and the name of the initial registered agent at such address is Elsie Clermont. Either the registered office or the registered agent may be changed in a manner provided by law.

ARTICLE VII. INCORPORATOR (S)

The said names and address of Incorporator(s) shall be:

Elsie Clermont/ President 2314 Gimlet St. Port Charlotte, FL 33948

Jean Robert Clermont/ Vice-President 2314 Gimlet St., Port Charlotte, FL 33948

Jean Claude Joseph/ Treasurer 1112 SW Embers Terrace, Cape Coral, FL 33991

Samantha Clermont/Secretary 2314 Gimlet St, Port Charlotte, FL 33948

Nirmilla Jitta/ Public Relations 1442 Strasburg DR., Port Charlotte, FL 33952

ARTICLE VIII. REGULATION OF BUSINESS

In furtherance of and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation:

- 1. Management. Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the Bylaws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the articles of incorporation or amendment thereto, or by the Bylaws as constituted from time to time.
- 2. Officers. The corporation shall have such officers as may from time to time be provided n the Bylaws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the Bylaws or as may be determined from time to time by the Board of Directors subject to the Bylaws.
- 3. Contracts. No contract or other transaction between the corporation and any other firm, association, or corporation shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in or is a member, director, or officer or are members, directors, or officers of such firm or corporation and any director or directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of the corporation or in which the corporation is interested: and no contract, act, or transaction of the corporation with any person, firm, association, or

corporation shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interested in such contract, act, or transaction or in any way connected with such person, firm, association, or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or herself or any firm, association, or corporation in which he or she may in any way be interested.

- 4. Notwithstanding Clause. Notwithstanding any other provision of these articles, the organization is organized exclusively for one or more of the purposes as specified in Section 501 (c) (3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under IRC 501 (c) (3) or corresponding provisions of any subsequent tax laws.
- 5. Inurement Clause. No part of the net earnings of the organization shall inure to the benefit of any member, trustee, director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, trustee officer of the organization or any private individual shall be entitled to share in the distribution of any of the organization's assets on dissolution of organization.
- 6. **Political/Legislative Clause.** No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except otherwise provided by IRC 501 (h)) or

participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of or in opposition to any candidates for public office.

ARTICLE IX. AMENDMENTS

This corporation reserves the right to amend alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law.

ARTICLE X. DISSOLUTION

In the event of dissolution, all of the remaining assets and property of the organization shall after payment of necessary expenses thereof be distributed to such organizations as shall qualify under section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, or to the Federal government or State or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of Florida.

ARTICLE XI. HOLD HARMLESS

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director,

officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If

any word, clause or sentenced of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

In Witness Whereof, the undersigned has hereunto set their hands on this day of

2004.

Elsie Clermont

Incorporator/President

2314 Gimlet St. Port Charlotte,

FL 33948

Jean Robert Clermont

Incorporator/Vice President

2314 Gimlet St. Port Charlotte,

FL 33948

Jean Claude Joseph

Incorporator/Treasurer

1112 SW Embers Terrace

Cape Coral, FL 33991

Samantha Clermont Incorporator/Secretary

2314 Gimlet St.

Port Charlotte, FL 33948

Nirmilla Jitta

Incorporator/Public Relations
1442 Strasburg DR.
Port Charlotte, FL 33952

CONSENT FOR REGISTERED AGENT FOR CHARLOTTE COUNTY MULTI-CULTURAL, INC.

A Non- Profit Florida Corporation

Having been named as registered agent and to accept service of process for the above stated 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 am familiar with and accept the obligations of my position as registered agent.

Dated: 6-30-04

Eisie Clermont, Registered Agent

2314 Gimlet St., Port Charlotte, FL 33948