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**FLORIDA NON-PROFIT CORPORATION**

**barracuda business & finance academy booster club, i**

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**ARTICLES OF INCORPORATION OF  
BARRACUDA BUSINESS & FINANCE ACADEMY BOOSTER CLUB, INC.  
FLORIDA NONPROFIT CORPORATION**

Articles of incorporation of **BARRACUDA BUSINESS & FINANCE ACADEMY BOOSTER CLUB, INC.** The undersigned who is a citizen of the United States, desiring to form a Non-Profit Corporation under Chapter 617, Florida Statutes, the Non-Profit Corporation law of the State of Florida, does hereby certify:

**ARTICLE I**

**CORPORATE NAME**

The name of the corporation shall be: **BARRACUDA BUSINESS & FINANCE ACADEMY BOOSTER CLUB, INC.** and its principal office and mailing address shall be, 19640 Belmont Drive, Miami, Florida 33157.

**ARTICLE II**

**CORPORATE NATURE**

This is a nonprofit corporation, organized solely for charitable, religious, educational, and scientific purposes pursuant to the Florida Corporations Not for Profit law set forth in Section 617 of the Florida Statutes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal law code.

**ARTICLE III**

**EFFECTIVE DATE AND DURATION**

This corporation shall have perpetual existence beginning on:

**Date of incorporation.**

**ARTICLE IV**

**GENERAL AND SPECIFIC PURPOSE**

The specific and primary purposes for which the corporation is formed are:

Exclusively for charitable, educational, cultural, and social purposes, more specifically as follows:

**JORGE E. BLANCO, P.A.**  
1401 Ponce De Leon Blvd., #202  
Coral Gables, Florida 33134  
Telephone No.: (305) 444-0044  
Florida Bar No.: 197807

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a) To promote, encourage, develop, and foster, educational excellence, community service, cultural growth, and social activities, to the members of the Business and Finance Academy of Coral Reef Senior High School located at 10101 S.W. 152<sup>nd</sup> St., Miami, Miami-Dade County, Florida.

b) To encourage members of the community, alumni associations, businesses and professionals to donate time, equipment, product, services and funds needed to operate and maintain the Coral Reef Senior High School Business and Finance Academy, including but not limited to the cost of scholarships, t-shirts, competitions, travel and other expenses.

c) To develop, and encourage participation of the Coral Reef Senior High School Business and Finance Academy in local, regional, state and national competitions.

d) To assist and provide guidance to the members of the Coral Reef Senior High School Business and Finance Academy, and sponsors in any and all fund-raising efforts on behalf of the Academy.

e) To assist and encourage the Coral Reef Senior High School Business and Finance Academy members in participating in community service organizations, and interaction with professionals and the business community.

f) To promote the interests of the Coral Reef Senior High School Business and Finance Academy with the school administration, and the Miami-Dade County School system.

g) To promote, assist and encourage the interests of Coral Reef Senior High School Business and Finance Academy members in job search, internships, job training, and interview techniques in the business community.

h) To do anything necessary and proper for the accomplishment of the purposes for which the corporation is created.

This corporation shall be organized and operated exclusively for the above stated purposes, and for other non-profit purposes and no part of any net earning shall inure to the benefit of any private member.

#### ARTICLE V

##### MANAGEMENT OF CORPORATE AFFAIRS

a) **BOARD OF DIRECTORS.** The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of the Directors of the corporation shall be no more than five (5), provided, however, that such number may be changed by a bylaw duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

The Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of member following the election of Directors and until the qualification of the successors in office. Annual meeting shall be held at 10101 S.W. 152<sup>nd</sup> St., Miami, Florida, on the third Wednesday of August of each year, at 6:30 P.M., or at such place and time as the Board of Directors may designate from time to time by resolution.

The names and addresses of the initial members of the Board of Directors are as follows:

AYAN GONZALEZ - 19640 Belmont Drive, Miami, Florida 33157

GERALDINE BELLE - 14841 Polk Street, Miami, Florida 33176

OLIVIA CAREY - 11020 S. W. 172<sup>nd</sup> Terrace, Miami, Florida 33157

JUDITH GOWIN - 8700 S. W. 159<sup>th</sup> Street, Miami, Florida 33157

b) CORPORATE OFFICERS. The Board of Directors shall elect the following officers: President, Vice-President, Secretary, and Treasurer, and such other officers as the bylaws of this corporation may authorize the Directors to elect. Initially such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

AYAN GONZALEZ - President

GERALDINE BELLE - Vice-President

OLIVIA CAREY - Treasurer

JUDITH GOWIN - Secretary

## ARTICLE VI

### EARNING & ACTIVITIES OF CORPORATION

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 or on behalf of the Corporation, and to make payments and distribution in furtherance of the purposes set forth in Article IV hereof.

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.

c) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities no permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c) (3) of the Internal Revenue Code, or the corresponding provision of any future Internal Revenue Law,

or (b) by a corporation, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue Law.

d) Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

## ARTICLE VII DISTRIBUTION OF ASSETS

Upon 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 all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or 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) of the Internal Revenue Code, or the corresponding provisions of any future United States Internal Revenue Law, or shall be distributed to the federal government, or to a state or local government, for public purpose, or as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE VIII MEMBERSHIP

(a) The corporation shall have one class of members and no more than one membership may be held by one person, the rights and privileges of all members shall be equal. Each member shall be entitled to one vote.

(a) Any individual prospective member shall be eligible for membership upon presentation of an approved application by membership committee for approval and acceptance by the Board of Directors. The sole requirement for membership shall be that the member subscribe to the specific purposes of this Corporation as enumerated herein in Article IV.

## ARTICLE IX SUBSCRIBERS

The names and residence addresses of the Subscribers of this corporation are as follows:

AYAN GONZALEZ - 19640 Belmont Drive, Miami, Florida 33157

**ARTICLE X  
AMENDMENT OF BYLAWS**

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporation Not for Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, Bylaws of this corporation may be made, altered rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors, or by the following procedure set forth therefor in the Bylaws.

**ARTICLE XI  
DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to the pursuance of the purposes outlined in paragraph IV and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereon, or to the benefit of any private individual.

**ARTICLE XII  
REGISTERED AGENT AND REGISTERED OFFICE**

The address of the corporation's registered office shall be 1401 Ponce de Leon Blvd., Coral Gables, Florida and the name of its registered agent at said address is: Jorge E. Blanco.

**ARTICLE XIII  
AMENDMENT OF ARTICLES**

Amendments to these Article of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in manner set forth in the Bylaws of this Corporation.

We, the undersigned, being the subscribers and incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Article of Incorporation this \_\_\_\_\_ day of September, 2004.

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

  
RYAN GONZALEZ

Before me, the undersigned authority, personally appeared to be the person who executed the foregoing Article of Incorporation and he/she acknowledged to and before me that he/she executed such instrument, and is personally known to me or who provided his/her \_\_\_\_\_ as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 10<sup>th</sup> day of September, 2004.

  
NOTARY PUBLIC, State of Florida at Large

My commission number:



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act:

That **BARRACUDA BUSINESS & FINANCE ACADEMY BOOSTER CLUB, INC.**, a Non-Profit Corporation, desiring to organize under the laws of the State of Florida, and with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Miami-Dade, State of Florida, has named **JORGE E. BLANCO, ESQ.** located at: 1401 Ponce de Leon Blvd., Suite 202, Coral Gables, Florida, as its Agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY:

  
**JORGE E. BLANCO, Registered Agent**

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