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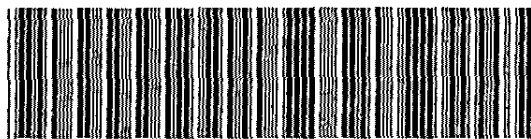
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04 OCT 19 AM 7:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10-204

## TRANSMITTAL LETTER

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

SUBJECT: HISPANIC CULTURAL FOUNDATION OF THE TREASURE COAST, INC.  
(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: OSCAR BRAVO  
Name (Printed or typed)

2791 SW Ensenada Terrace  
Address

Port St. Lucie, FL 34953  
City, State & Zip

(772) 812-1872  
Daytime Telephone number

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

**HISPANIC CULTURAL FOUNDATION  
OF THE TREASURE COAST, INC.  
(A Non Profit Organization)**

FILED

04 OCT 19 AM 7:43

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We the undersigned acknowledge and file in the Office of the Secretary of State of Florida, forming a corporation not for profit in accordance with the laws of the State of Florida

**ARTICLE I  
NAME**

- 1.1 Name:** The name of the Corporation shall be HISPANIC CULTURAL FOUNDATION OF THE TREASURE COAST, INC. herein after referred to as "The Foundation". The address of the principal office shall be 2791 SW Ensenada Terrace, Port St. Lucie, FL 34953. The mailing address shall be the same. The principal office of the Corporation shall be located at such a place as may be designated by the Board of Directors (the "Board"). All permanent records shall be kept at such a place as may be designated by the Board.

**ARTICLE II  
PURPOSE AND POWERS**

- 2.1 Purpose:** The general purpose for which the Corporation is formed is to promote the culture and well being of the Hispanic community, operated exclusively for such purpose as will qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended.

A) To cooperate with other charitable organizations, through grants and otherwise, which are working to develop cultural and educational programs which better the Hispanic community at large.

B) To promote activities among the community in order to preserve the Hispanic heritage, language, customs, and to enhance their quality of life. To educate the Hispanic community in the rights and obligations as members of society and to enable them to have a leadership role in the socio-economic development of our community.

C) To receive, maintain and accept, as assets of the corporation, any property, whether real, personal or mixed, by way of gift, bequest, devise or purchase, from any person, firm, trust or corporation, to be held, administered and disposed of in accordance with and pursuant to the provision of these Articles of Incorporation; but no gift, bequest, devise or purchase of any such property shall be received or made and adapted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a charitable organization or for any purpose other than charitable purposes or which would jeopardize the Federal Income Tax exemption of this corporation pursuant to Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended.

D) To acquire, either by deed, gift or purchase, any real property or personal property to be held in trust for the benefit of the Corporation and its stated purpose.

E) To mortgage, sell, or otherwise encumber any such property when such action is deemed to be in the best interests of the Corporation as defined in its stated purpose as a non-profit organization.

- 2.2 **Powers:** To accomplish the foregoing purposes the Corporation shall have all corporate powers permitted under Florida law, including the capacity to contract, bring suit and be sued. No part of the income of The Foundation shall be distributed to the members, directors and officers of the Corporation.
- 2.3 The Corporation is specifically precluded from engaging in any prohibited activities as defined in Section 617.0105, Florida Statutes.

### **ARTICLE III** **PERIOD OF DURATION**

- 3.1 **Period of Duration:** The Corporation shall have perpetual existence.

### **ARTICLE IV** **AREA SERVED**

- 4.1 **Area Served:** The principal geographic area served by the Corporation shall be the Treasure Coast, including but not limited to Indian River County, St. Lucie County and Martin County Florida.

### **ARTICLE V** **MEMBERSHIP**

- 5.1 **Membership:** The board of directors of The Foundation shall have the power to admit members in such a manner, subject to such qualifications, and upon such terms and conditions and with such rights as may be provided from time in the bylaws of the Corporation, as may be amended from time to time.

### **ARTICLE VI** **SUBSCRIBERS**

- 6.1 **Subscribers:** The name and residence of the subscribers to these Articles of Incorporation are:

Nelson Merchan-Cely	2451 SE Berkshire Blvd, Port St. Lucie, FL 34952
Oscar Bravo,	2791 SW Ensenada Terrace, Port St. Lucie, FL 34953
Leaeleanor M. Long	2320 23 <sup>rd</sup> . Lane, Palm Beach Gardens, FL 33418

### **ARTICLE VII** **DATA RESPECTING DIRECTORS**

- 8.1 **Data Respecting Directors:** The affairs and property of The Foundation shall be managed and governed by a board of Directors composed of not less than three (3) persons as required by the laws of the State of Florida, who shall be elected as provided in the bylaws of the Corporation.
- 8.2 The name and addresses of the persons to serve as the initial directors are:

Nelson Merchan-Cely	2451 SE Berkshire Blvd, Port St. Lucie, FL 34952
Oscar Bravo	2791 SW Ensenada Terrace, Port St. Lucie, FL 34953
Leaeleanor M. Long	2320 23 <sup>rd</sup> Lane, Palm Beach Gardens, FL 33418
Barbara Norcia	1501 Coralbean Ct. Port St. Lucie, FL 34952

**ARTICLE IX**  
**OFFICERS**

9.1 **Officers:** The names of the officers who shall serve until the first election are as follows:

President:	Nelson Merchan-Cely
Vice President:	Oscar Bravo
Treasurer	Lealeanor M. Long
Secretary:	Maria Tinoco

**ARTICLE X**  
**BYLAWS**

10.1 **Bylaws:** The bylaws of the Corporation may be made, altered, amended or rescinded by vote of a majority of the members of the Board of Directors present at a regular meeting of such Board or at a special meeting called for such purpose.

**ARTICLE XI**  
**AMENDMENTS**

11.1 **Amendments.** Amendments to the Articles of Incorporation may be proposed and adopted by vote of a majority of the members of the Board of Directors present at a regular meeting or such Board or at a regular meeting of such Board or at a special meeting called for such purpose.

**ARTICLE XII**  
**REGISTERED AGENT**

12.1 **Registered Agent and Office.** The above named subscribers, desiring to organize this Corporation under the laws of the State of Florida, hereby designate and appoint Oscar Bravo as the Registered Agent of the Corporation, to accept any and all legal notices and documents. The Registered Agent shall discuss with and show all documents to Officers and Board of Directors and shall take action as appropriate. The address of the Registered Agent is 2791 SW Ensenada Terrace, Port St. Lucie, FL 34953.

**ARTICLE XIII**  
**DISSOLUTION AND LIMITATIONS**

13.1 **Dissolution and Limitations:** The Corporation dedicates all assets which it may acquire to cover the costs of its purpose as set forth in its Articles of Incorporation. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapter 607 and 617, Florida Statutes, the Corporation shall distribute all its existing assets after an appropriate accounting and all required disbursements are made to one or more organizations described in Section 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1986, as amended, as stated in the Corporation's bylaws or the Federal, State or local government for exclusive public purpose.

13.2 Notwithstanding any other provision of these Articles, this Corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 as amended; or, (b) a corporation, contributions, to which are deductible under Section 170 (c) (2) of the internal Revenue Code of 1986, as amended.

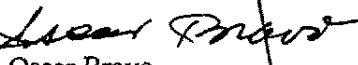
13.3 Notwithstanding any other provision of these Articles, these purposes are limited to those described in Section 501 (c) (3) of the Internal Revenue Code of 1986 as amended.

13.4 In the event of dissolution, no part of the Corporation's assets shall inure to the benefit of any officer, director or member of the Corporation.

IN WITNESS THEREOF, the undersigned have subscribed the names under the seal this \_\_\_\_ day of \_\_\_\_, 2004.

  
Nelson Merchan-Cely

President

  
Oscar Bravo

Vice President

  
Leaeleanor M. Long

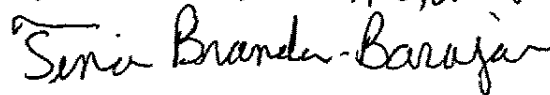
Treasurer

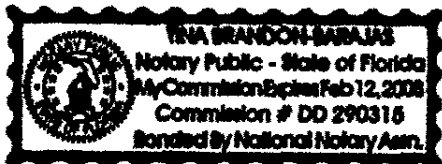
**STATE OF FLORIDA  
COUNTY OF SAINT LUCIE**

I HEREBY CERTIFY before me the undersigned authority, personally appeared, NELSON MERCHAN-CELY, OSCAR BRAVO and LEAELEANOR M. LONG, to me well known to be the persons, subscribed their names to the foregoing Articles of Incorporation and who acknowledge before me that they executed such Articles of Incorporation for the purposes they expressed.

WITNESS my hand and official seal in the aforesaid County and State, this 7th day of October 2004.

NOTARY PUBLIC, STATE OF FLORIDA  
My Commission Expires: Feb, 12, 2008





## ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-named Corporation, at the place designated in the Articles of Incorporation, Oscar Bravo whose address is 2791 Ensenada Terrace, Port St. Lucie, FL 34953, agrees to act in this capacity, until my successor shall have been named by the Directors of the Corporation, and the proper department of the state of Florida notified therefor, and agrees to comply with provisions of Section 48.091 relative to keeping open such office, and has consented to said appointment;

DATED, this 7<sup>th</sup> day of October 2004.

  
Oscar Bravo