

N0400001124C

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

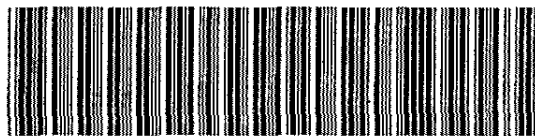
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500042709505

11/29/04--01050--028 \*\*87.50

FILED

04 NOV 29 PM 4:17

SECRETARY OF STATE  
BALTIMORE, MD 21204

Cy. 12/1

THE LAW OFFICE OF

**J E F F R E Y S . H E R S H**

*A Professional Association*

305.534.2230  
305.534.2292 Facsimile  
jhersh@hershlaw.net

301 West 41<sup>st</sup> Street  
Suite 400  
Miami Beach, FL 33140

November 18, 2004

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

**Re: *Filing of Articles of Incorporation for Ride of Silence - Florida, Inc.***  
***Our File No. 118.0003***

Dear Division of Corporations:

Enclosed please find the Articles of Incorporation for **Ride of Silence - Florida, Inc.**, along with this firm's check in the amount of \$87.50 for the filing fee, designation of registered agent fee, certified copy of the filing, and a Certificate of Status.

We look forward to receipt of the certified copy of the filing and the Certificate of Status. Thank you for your attention to this matter. If you have any questions, please do not hesitate to contact me.

Very truly yours,



Jeffrey S. Hersh,  
For the Firm

JSH:jh  
Enclosures  
C:\118.0003\DivCorp.L01

## TRANSMITTAL LETTER

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

SUBJECT: RIDE OF SILENCE - FLORIDA, 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: JEFFREY S. HERSH, P.A.  
Name (Printed or typed)

301 West 41 Street, Suite 400  
Address

MIAMI BEACH, FL 33140  
City, State & Zip

305-534-2230  
Daytime Telephone number

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

ARTICLES OF INCORPORATION

OF

RIDE OF SILENCE - FLORIDA, INC.  
(A Florida Not-For Profit Corporation)

FILED  
04 NOV 29 PM 4:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Chapter 617 of the Florida Statutes, the undersigned hereby subscribes to, acknowledges, and files the following Articles of Incorporation for the purpose of creating a Not-For-Profit corporation under the laws of the State of Florida.

ARTICLE I

The name of this Not-For-Profit Corporation shall be RIDE OF SILENCE - FLORIDA, INC.

ARTICLE II

The principal place of business of this Not-For-Profit Corporation is 7725 Royale River Lane, Lake Worth, Florida 33467, and the mailing address for this Not-For-Profit Corporation is:

P.O. Box 541341  
Lake Worth, Florida 33454-1341

with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE III

The purpose for which this Corporation is organized is to engage in any lawful activity or purpose exclusively for exempt purposes pursuant to IRC § 501(C)(3), and not for pecuniary profit and not specifically prohibited to corporations under other laws of the State of Florida, including, but not limited to, charitable, benevolent, eleemosynary, educational, historical, civic, patriotic, religious, social, fraternal, literary, cultural, athletic, scientific, and professional, commercial, industrial, or trade association purposes.

ARTICLE IV

The manner in which the directors are elected or appointed shall be set forth in the corporation's by-laws.

ARTICLE V

This not-for-profit corporation's Board of Directors shall have three directors, with the power to amend this number in accordance with F.S. Chapter 617, the articles of incorporation, or the bylaws.

92

The name and address of the initial directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified shall be:

**DIRECTORS & OFFICERS**

**Barry Hersh**, President and Director, P.O. Box 541341, Lake Worth, FL 33454-1341  
**Jeffrey Hersh**, Director, 301 West 41 Street, Suite 400, Miami Beach, Florida 33140  
**Cynthia Hersh**, Director, P.O. Box 541341, Lake Worth, Florida 33454-1341

**ARTICLE VI**

This not-for-profit corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

**ARTICLE VII**

The initial registered agent for RIDE OF SILENCE - FLORIDA, INC. shall be:

**Jeffrey S. Hersh, Esquire**  
301 West 41 Street, Suite 400  
Miami Beach, Florida 33140


**ARTICLE VIII**

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

**Jeffrey S. Hersh, Esq.**  
301 West 41<sup>st</sup> Street, Suite 400  
Miami Beach, Florida 33140

**ARTICLE IX**

No contract or other transaction between this not-for-profit corporation and any other corporation, and no act of this not-for-profit corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorized any such contract or



FILED  
04 NOV 29 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

#### ARTICLE X

The assets of this not-for-profit corporation shall be permanently dedicated to the exempt purposes set forth in Article III in accordance with IRC § 501(C)(3). In the event this not-for-profit corporation is dissolved, its assets shall be distributed for an exempt purpose pursuant to IRC § 501(C)(3).

#### ARTICLE XI


The private property of the directors or members shall not be subject to payment of the corporate debts in any event. This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law either now or hereafter.

#### ARTICLE XII

These Articles of Incorporation may be amended in any manner provided by law.

IN WITNESS WHEREOF, WE, the undersigned, being the Incorporator and President of the Board of Directors, hereinbefore named, for the purpose of forming a Not-For-Profit corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 18<sup>TH</sup> day of November, 2004.

  
Jeffrey S. Hersh, Esq.,  
Incorporator


  
Barry Hersh, as President of Board  
of Directors of Ride of Silence - Florida, Inc.

#### **ACKNOWLEDGMENT OF REGISTERED AGENT**

In compliance with the laws of Florida, the following is submitted:

Having been named the statutory Registered Agent and to accept service of process for the above stated Not-For-Profit Corporation, at the place designated herein, Jeffrey S. Hersh, Esquire hereby accepts the appointment, acknowledges that he is familiar with and accepts the obligations of such, and agrees to comply with the provisions of the Florida Corporation Act relative to keeping open said office.

DATED this 18 day of November, 2004.

  
Jeffrey S. Hersh, Esquire,  
Registered Agent