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2006 MAR 30 PM 4:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

28 MAR 30 2006



The Law Offices of Danie Victor-Laguerre, Esq., P.A.

Danie Victor-Laguerre, Esq.
Member of the Florida Bar
Member of the American Bar Association

3601 East Ocean Boulevard
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Stuart, Florida 34996-6737
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February 21, 2006

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Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation
Serrano Club Incorporated

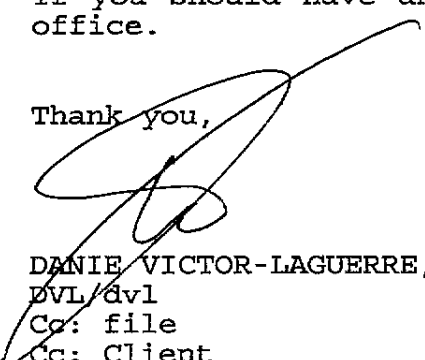
Dear Sir:

Enclosed herewith please find the original executed Articles of Incorporation for Serrano Club Incorporated, along with the acceptance of registered agent, at the address provided in the articles.

Also, enclosed please find our check no. 2061 in the amount of \$ 87.50 for the filing fee, the certified copy and the certificate.

If you should have any questions, please feel free to contact my office.

Thank you,


DANIE VICTOR-LAGUERRE, ESQ. P.A.
DVL/dvl
Cc: file
Cc: Client
Cc: Board of Directors



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FLORIDA DEPARTMENT OF STATE 06 MAR 30 PM 2:42
Division of Corporations

DEPARTMENT OF STATE
Division of Corporations
TALLAHASSEE, FLORIDA

March 1, 2006

DANIE VICTOR-LAGUERRE, ESQ
3601 EAST OCEAN BLVD STE 003
STUART, FL 34996-6737

SUBJECT: SERRANO CLUB, INCORPORATED
Ref. Number: W06000009968

We have received your document for SERRANO CLUB, INCORPORATED and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

The articles of incorporation of a nonprofit corporation must be prepared in compliance with section 617.0202, Florida Statutes. Please refer to that section of the law for assistance.

Nonprofit corporations cannot have shares. (article III)

You must list at least one incorporator with a complete business street address.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 406A00014278

ARTICLES OF INCORPORATION
OF
SERRANO CLUB, INCORPORATED
A FLORIDA NOT-FOR PROFIT CORPORATION

FILED
2006 MAR 30 PM 4: 57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For the purpose of organizing a corporation, not for profit, pursuant to Florida Statutes Chapter 617, as amended, and other laws of the State of Florida, we the undersigned, do hereby adopt the following Articles of Incorporation, and we do hereby agree and certify as follows:

ARTICLE I.

NAME: The name of this corporation shall be: SERRANO CLUB, INCORPORATED.

ARTICLE II.

NATURE OF THE BUSINESS:

A. The purpose for which this corporation is organized is:

(1) To raise funds and sponsor young men and women to enroll in sports activities.

B. Notwithstanding any other provision contained in these Articles of Incorporation, this Corporation shall not conduct any other activities not permitted to be carried on by an organization exempt from Federal income taxes under section 501(c)(3) of the Internal Revenue Code of 1997 (or an successor sections).

C. No part of the net earnings of this corporation shall inure to the benefit of any private member or individual or to the benefit of any member, director, officer or other private individuals as prescribed in applicable Treasury Regulations, provided, however, the corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation.

D. No part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation by propaganda, or otherwise attempting to influence legislation in any fashion not permitted under applicable Treasury Regulations.

E. This corporation shall not participate or intervene in or campaign on behalf of any candidates for public office.

F. The affairs of this corporation shall be conducted in such manner that, under the laws of the United States of America from time to time in force, (i) this corporation will constitute an organization exempt from federal income taxation and (ii) any and all gifts, bequests and other transfer of property made to this corporation will be deductible for federal estate and gift tax purposes.

G. This not-for-profit Corporation, shall have the power to acquire by gift, devise, bequest, purchase, lease or otherwise, and to hold, own, occupy, use manage, improve, develop, maintain, lease, sell, mortgage, transfer, invest or reinvest in, or otherwise deal with any real or personal property, or whatever kind and description and whatever situated, or with any estate or interest, legal or equitable, in the property, or to borrow money and to make, accept, endorse, execute and issue promissory notes and other obligations in payment for property acquired or money borrowed; and to do all other acts as necessary or convenient to carry out the purposes sent in these Articles.

H. This not-for-profit Corporation, may conduct and transact any activity lawfully authorized and not prohibited by Florida Statutes, Chapter 617, entitled "THE FLORIDA NO-FOR-PROFIT ACT", as they may be, from time amended.

ARTICLE III

Terms of Existence

The corporation is to have a perpetual existence commencing at the time of the filing of the Articles of Incorporation with the Department of State, unless sooner dissolved according to law.

ARTICLE IV

The corporation shall have and possess all powers and rights conferred upon corporation by the Florida Not-For-Profit Corporation Act and any enlargement of such powers conferred by subsequent legislative acts; and, in addition thereto, the corporation shall have and exercise all powers and rights not otherwise denied nonprofit corporations by the laws of the State of Florida, as are necessary, suitable, proper, convenient, or expedient to the attainment of the purpose set forth in Article II, herein

ARTICLE V

Principal Office and Mailing Address

The principal office and the mailing address of the corporation shall be:
3601 E. Ocean Blvd. Ste. 003, Stuart, Florida 34996. The board of Directors may, from time to time, move their principal office to any other address in the country.

ARTICLE VI

Qualification of Members

The membership of this corporation shall be comprised of all persons hereinafter names of subscribers to these Articles of Incorporation and such other persons as may from time to time hereafter become members. Admission to membership shall be by application to the corporation and majority vote of all members. The qualifications for the members and the manner of their admission will be regulated by the Bylaws of the Corporation.

ARTICLE VII

Directors and Officers

This corporation shall have three (3) directors initially, all of whom are elected for one-year terms. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be fewer than one (1).

The names and addresses of the members of the first Board of Directors, who subject to the provisions of the Articles of Incorporation and the Bylaws, and the Corporate Laws of the State of Florida shall hold office for the first year of the corporation's existence, or until successors are elected and have qualified, are:

<u>Name</u>	<u>Address</u>
Genevieve Poitevien	1907 Adams St., Apt. 4, Hollywood, Florida 33020
Yves J. Pointevien	1555 Scott Rd. Apt. 122, Burbank, California 91504
Danie Victor-Laguerre, Esq.	3601 E. Ocean Blvd. Ste. 003, Stuart, Florida 34996

ARTICLE VIII

Internal Revenue Code References

All references herein to provisions of the Internal Revenue Code of 1997 shall be deemed to include statutes which succeed such provisions (i.e. the corresponding provisions of the future United States Revenue laws).

ARTICLE IX

Bylaws

Initial Bylaws of the corporation shall be adopted by the Board of Directors, Bylaws of the corporation may be adopted, amended, or repealed by action of the Board of Directors.

ARTICLE X

Amendments

These Articles of Incorporation may be amended by majority vote of the Board of Directors at any regular meeting, or at any special meeting called for that purpose, after due written notice to all members of the board. Every amendment proposed by the members shall be presented to the Board of Directors for approval at a meeting by at a members meeting by at least a majority of the membership entitled to vote, unless all of the directors and all of the members sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE XI

Effective Date

The effective date of this Corporation is the date the Articles are filed with the Secretary of State.

ARTICLE XII

INITIAL REGISTERED AGENT: The street address of the initial registered office is 3601 East Ocean Boulevard, Suite 003, Stuart, Florida 34994, and the name of the initial registered agent of this corporation is Danie V. Laguerre, Esq.

ARTICLE XIII

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this corporation are officers and directors of the said other corporation, or by reason of the fact that one or more of the officers and directors of this corporation may be the other individual or individuals contracting with this Corporation.

ARTICLE IXX

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the members, and approved at meetings by at least a majority vote thereon, unless all of the directors and all of the members sign a *written statement manifesting their intention* that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals
on this 21st day of February, 2006.


PRESIDENT


VICE PRESIDENT


TREASURER

STATE OF FLORIDA
COUNTY OF MARTIN

BEFORE ME, the undersigned authority, personally appeared
Genevieve Poitevien, Danie Victor-Laguerre and Yves J. Pointevien
to be well known and who subscribed as subscribers in and who
executed the foregoing Articles of Incorporation, and they
acknowledge before me that they subscribed to these Articles of
Incorporation for the purpose therein expressed.

WITNESS my hand and official seal at Martin County, Florida
on this 21st day of February, 2006.

My commission expires:


Notary Public



Danie V. Laguerre
MY COMMISSION # DD109662 EXPIRES
April 27, 2006
BONDED THRU TROY FAIN INSURANCE, INC.



Danie V. Laguerre
MY COMMISSION # DD109662 EXPIRES
April 27, 2006
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: 

Danie Victor-Laguerre, Esq.
REGISTERED AGENT

DATE: February, 21, 2006