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SECRETARY OF STATE

# **COVER LETTER**

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

**SUBJECT:** 

NEW HEADINGS INTERNATIONAL, 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** 

**③** \$78.75

**③** \$78.75

**③** \$87.50

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FROM:

Name (Printed or typed): MARCO A MOLINA

Address:

1464 LAKE BREEZE DR

City, State & Zip:

WELLINGTON FL 33414

Daytime Tel. number:

561 358-3021

MARMOLBELL@BELLSOUTH.NET

E-mail address: (to be used for future annual report notification)

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

## ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

#### ARTICLE I NAME

The name of the corporation shall be:

NEW HEADINGS INTERNATIONAL, INC

#### ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

2022 Everglades Dr. NAVARRE FL 32566

The principal mailing address of this corporation shall be:

PO BOX 20141 WEST PALM BEACH FL 33416

### ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

- (a) To promote the humanitarian spirit among members, maintain and encourage the principles of democratic government, free enterprise system and individual rights, as well as to facilitate mutual understanding and good will among the membership and individuals of good standing.
- (b) To organize, promote, and conduct mission trips domestically and abroad to support others in need.
- (c) To establish relationships with public officials, departments and governmental agencies in order to represent the organization before them and to participate in civic undertaking, promoting the advancement and betterment of the community.
- (d) To carry out welfare and assistance programs with the membership when the Board of Directors considers it appropriate.
- (e) To receive assistance, money (as grants or otherwise), real or personal property and any other form of contributions, gifts, bequest or devise from any person, firm or corporation, to be utilized in the furtherance of the objects and purposes of this organization; to enter into agreements or contracts for contributions to the organization for its objects and purposes.
- (f) To initiate, acquire and/or develop any lawful activity, for the purpose of generating and producing income for the benefit of this organization.
- (g) To receive, buy, exchange, contract for, lease and in any and all other way acquire, hold and own, and to deal in, sell, mortgage, lease or otherwise dispose of real and other property, and rights and interest in and to real and other property, and to manage, operate, maintain, cultivate improve and develop the same; and
- (h) To have and exercise all powers conferred by the laws of Florida upon non-profit corporations, provided, however, that the corporation will operate exclusively for such charitable and educational purpose as will qualify it as an exempt organization under Internal Revenue Code Section 50l(c)(3).

### ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The affairs and business of the corporation shall be managed and conducted by the Board of Directors, which shall never be less than three (3) and no more than twenty (20). The Directors shall be elected to office in such manner and for such term and shall have the powers and duties as are specified in the By-laws. Included in the Board of Directors shall be a Chairman of the Board and a Vice-Chairman of the Board. All other Board members shall serve as Sitting Members. Vacancies on the Board of

SECRETARY OF STATE ITALLAHASSEE, FLORIDA

Directors caused by death, resignation, removal or otherwise shall be filled in the manner provided for in the By-laws. A quorum of the Board of Directors for the transaction of business shall consist of three Directors unless the By-laws otherwise specify. Upon the termination of his period of service, the first Chairman of the Board and founder of the Corporation shall be automatically appointed a lifetime Chairman of the Corporation and the subsequent Chairmen of the Board shall be appointed Governors of the Corporation. Two or more ex-Chairmen shall form the Board of Governors, which shall exercise ceremonial duties and shall act as an advisory body to the Chairman of the Board in all matters. Such Board of Governors shall take temporary control of the Corporation if the Chairman of the Board resigns or is removed, and will appoint a new Chairman of the Board until new elections are called upon.

# ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

SEAN NICHOLAS MARTIN CHAIRMAN OF THE BOARD

2022 Everglades Dr., Navarre FL 32566

ADAM JOSEPH FRITZ VICE-CHAIRMAN OF THE BOARD

5159 Whitehurst Ln., Crestview FL 32536

RICHARD JOHN BARNETT SITTING MEMBER

182 Beach Retreat Pl., Miramar Bch FL 32550

JASON ALEXANDER KOSKINEN SITTING MEMBER

1922 Sunrise Dr., Navarre FL 32566

MARCO ANTONIO MOLINA SITTING MEMBER

1464 Lake Breeze Dr., Wellington FL 33414

JUAN JOSE MALO SITTING MEMBER

20875 NE 30 Pl., Aventura FL 33180

JAMES DAVID HONEYCUTT SITTING MEMBER

4436 Southminister Cr., Niceville FL 32578

TAD CHRISTIAN THOLSTRÖM SITTING MEMBER

9315 Vandivere Dr. Navarre FL 32566

RAUL ALFREDO VILLAVICENCIO SITTING MEMBER

639 SW 168 Way, Pembroke Pines FL 33027

GUILLERMO MARIO FREILE SITTING MEMBER

17201 Collins Ave, # 2901, Sunny Isles FL 33160

# ARTICLE VI MEMBERSHIP

Corporation membership is open to any person of legal age involved in the business industry, management of government or private entities, the professions, the arts, and other occupations. In addition, membership is open to companies engaged in similar activities, in which case they must appoint a representative to the Corporation. Membership shall be approved by either a quorum of 3 Board members or the Chairman of the Board. Types of membership, benefits, obligations and duties of the members and other provisions not enunciated in these articles, shall be specified in the By-laws, with the provision that the Founders, those members who initially organized the corporation, legally establishing the Corporation and whose names appear on the incorporation registry as Initial Directors

and /or Officers, will be kept permanently on the list of members unless they voluntary request to be removed.

### ARTICLE VII

The corporation shall have all the powers granted to non-profit corporations under Title 617 of the Florida Revised Statutes. Subject to such limitations as are prescribed by law, the corporation will exercise such powers which may be necessary or incidental to the attainment of the purposes of the corporation and as may be exercised by an organization exempt under Section 5O1(c)(3) of the Internal Revenue Code of 1986 and its Regulations, as amended, and by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and Regulations, as amended.

### ARTICLE VIII

In furtherance and not in limitation of the powers conferred upon the Board of Directors by law, the Board of Directors shall have power to make, alter, adopt, amend and repeal, from time to time, the By-laws of the corporation.

## ARTICLE IX

In the event of the liquidation, dissolution or winding up of the corporation, whether voluntary, involuntary or by operation of law, except as may otherwise be provided by law, any assets remaining after payment of or reasonable provisions for its then existing liabilities and commitments, shall be distributed exclusively for the purpose of the corporation, in such manner as the Board of Directors may determine, to or the benefit of such organizations devoted to the support of the cultural arts as shall then qualify as an exempt organization under Section 501(c)(3) of the United States Internal Revenue Code of 1986.

## ARTICLE X INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

MARCO ANTONIO MOLINA 1464 Lake Breeze Dr., Wellington FL 33414

### ARTICLE XI INCORPORATOR

The name and address of the Incorporator is:

MARCO ANTONIO MOLINA 1464 Lake Breeze Dr., Wellington FL 33414

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature Registered Agent

Signature Ancorporator

<u>1/11/2</u>010

Date

1/11/2010

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