

03/24/2011 11:03:03 AM

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FLORIDA PROFIT/NON PROFIT CORPORATION

Apex's Caribbean Club Inc.

Certificate of Status	1
Certified Copy	0
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11 MAR 24 PM 2:09
DIVISION OF CORPORATIONS

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11 MAR 24 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

Apex's Caribbean Club Inc.

ARTICLE II PRINCIPAL

Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be:

Apex's Caribbean Club Inc.

117 NW 12 Street

Florida City, FL 33034

ARTICLE III PURPOSE(S)

Helping children stay off the streets by entertaining, playing and helping them academically.

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, 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 tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not 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 section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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ARTICLE IV

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Manner of election of directors

The manner in which the directors are elected or appointed is as follows:

The Method of election of directors are to be stated in the bylaws.

ARTICLE V

Initial Directors/Officers

The names and street addresses of the Directors/Officers: (OPTIONAL)

**David Gordon - President/Director
3375 NE 15th Drive, Unit 107
Homestead, FL 33034**

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ARTICLE VI

Initial registered agent and street address

The name and the street address of the initial registered agent is:

**David Gordon
3375 NE 15th Drive, Unit 107
Homestead, FL 33034**

ARTICLE VII

Incorporators

The name(s) and the street address(es) of the Incorporator(s) for these articles of Incorporation is (are):

**David Gordon
3375 NE 15th Drive, Unit 107
Homestead, FL 33034**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

23rd day of March 2011.

D. Gordon
SIGNATURE

David Gordon
Incorporator

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE
REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Apex's Caribbean Club Inc.

2. The name and address of the registered agent and office is:

David Gordon

Name

3375 NE 15th Drive, Unit 107

(P.O. Box or Mail Drop Box NOT Acceptable)

Homestead, FL 33034

(City / State / Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

D. Gordon

David Gordon

Signature

March 23, 2011

(Date)

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