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# FLORIDA PROFIT/NON PROFIT CORPORATION THE WHEEL PARTY PAC, INC.

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# **ARTICLES OF INCORPORATION**

#### OF

# THE WHEEL PARTY PAC, INC.

12 JAN 13 AM II: 31
SECRETARY OF STATE
TAILANASSEE, FLORIBA

The undersigned President of THE WHEEL PARTY PAC, INC. executes these Articles of Incorporation of THE WHEEL PARTY PAC, INC. pursuant to Chapter 617 of the Florida Statutes.

#### ARTICLE 1 - NAME

The name of the Corporation is **THE WHEEL PARTY PAC, INC.** (hereinafter the "Corporation").

#### ARTICLE 2 - POWERS

The Corporation shall have all of the powers of a not-for-profit corporation organized and operated pursuant to Chapter 617, Florida Statutes.

#### <u>ARTICLE 3 - PURPOSES</u>

The purposes of the Corporation is to engage in activities relating to the support of, including and not limited to accepting contributions and making expenditures for, candidates for public office in the State of Florida and to influence or attempt to influence the selection, nomination, election or appointment of individuals to public office in the State of Florida. The Corporation is organized to be a not-for-profit corporation, and may engage only in activities that may be carried on by a corporation exempt from federal income taxes under Section 527 of the Internal Revenue Code, or any section of any statute adopted in succession thereof. By way of explanation, and not limitation, these activities include:

- 1. accepting membership dues from members;
- accepting contributions from members and non-members;
- sponsoring, participating in and conducting fundraisers for the purpose of raising money to support or oppose candidates for public office in the State of Florida;
- 4. making contributions to candidates for elected public office with statewide jurisdiction in the State of Florida; and
- 5. making contributions to state committees of national political parties.

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The Corporation is not affiliated with any political party but shall be organized and operated on a voluntary, non-partisan basis to further its goals by influencing or attempting to influence the nomination and election of selected persons as candidates for elective offices and who are supporters of petitioning the Florida legislature for a constitutional convention to effectuate change with the state government. No part of the net earnings of the Corporation shall inure to the benefit of any member, except that the Corporation may pay reasonable compensation for services rendered and may make payments or distributions in furtherance of the purposes set forth herein.

### **ARTICLE 4 - DIRECTORS**

The Directors of the Corporation shall be:

Steven Machat Mischa Machat Anthony Recascino

whose mailing addresses shall be the same as the principal address of the Corporation.

#### **ARTICLE 5 - AMENDMENTS TO ARTICLES**

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 a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE 6 - PRINCIPAL OFFICE

The principal office and mailing address of the Corporation is at 75 Seminole Avenue, Ormond Beach, Florida, 32176.

#### ARTICLE 7 - INCORPORATOR

The name and street address of the incorporator of this Corporation is Elsie Sanchez whose address shall be 1840 Coral Way, Miami, Florida 33145.

#### **ARTICLE 8 - ADOPTION**

These Articles of Incorporation were adopted on January 13, 2012, and the number of votes cast by the Members for the Articles of Incorporation was sufficient for approval.

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#### ARTICLE 9 - OFFICERS

The Directors shall be elected by a majority vote of the Members of this Corporation. The officers of the Corporation shall be:

President:

Steven Machat

Secretary:

Anthony Recascino

Treasurer:

Mischa Machat

whose mailing addresses shall be the same as the principal address of the Corporation.

# ARTICLE 10 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

#### ARTICLE 11 - CAPITAL STOCK

This Corporation shall have no capital stock and shall be composed of Members rather than shareholders.

# **ARTICLE 12 - QUALIFICATIONS OF MEMBERSHIP**

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporation.

# **ARTICLE 13 - VOTING RIGHTS**

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

### **ARTICLE 14 - LIABILITIES FOR DEBTS**

Neither the Members nor the Members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

## <u>ARTICLE 15 - REGISTERED OFFICE AND REGISTERED AGENT</u>

The initial address of registered office of this Corporation is 1840 Coral Way, Miami, Florida 33145. The name and address of the registered agent of this Corporation is Splegel & Utrera, P.A., located at 1840 Coral Way, Miami, Florida 33145.

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#### <u>ARTICLE 16 - EFFECTIVE DATE</u>

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### ARTICLE 17 - DISSOLUTION

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 527 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 public purpose. Any such assets not so disposed of shall be disposed of by 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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IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 13th day of January 2012.

Elsie Sanchez, Incorporator

#### ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Spiegel & Utrera, P.A., having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

Spiegel & Utrera, P.A.

Matalia Utrera, Vice President