

**N12000007956**

## Florida Department of State

Division of Corporations  
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**FLORIDA PROFIT/NON PROFIT CORPORATION  
SUNSHINE KICKERS FOUNDATION, INC**

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August 16, 2012

FLORIDA DEPARTMENT OF STATE

Division of Corporations

EMPIRE CORPORATE KIT COMPANY

SUBJECT: SUNSHINE KICKERS FOUNDATION, INC  
REF: W12000042850

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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

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Jessica A Fason  
Regulatory Specialist II

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P.O BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION  
OF  
SUNSHINE KICKERS FOUNDATION, INC  
(A Not-for-Profit)

Pursuant to Section 617.0202 Florida Statutes, the undersigned subscriber(s) is desirous of forming a not-for-profit corporation under the laws of the State of Florida, and hereby petition the Secretary of State for approval of such incorporation under the following proposed Certificate of Incorporation.

ARTICLE I

NAME

The name of the corporation is SUNSHINE KICKERS FOUNDATION, INC a not-for-profit organization.

ARTICLE II

PLACE OF BUSINESS

The principal place of business and mailing address of the corporation is 1155 NE 156th Street, North Miami Beach, Florida 33162 as deemed appropriate by the Board of Directors/Trustees.

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### ARTICLE III

#### PURPOSE

The corporation is organized exclusively for the purpose for promotion of sports, optimist programs and cultural activities which will directly impact under privileged individuals pursuant to Florida Statutes Section 212.08(7) and within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future Federal tax code.

### ARTICLE IV

#### PERMITTED ACTIVITIES

Notwithstanding, any other provision of these Articles of Incorporation, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax, under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law.

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**ARTICLE V**

**ELECTION OF DIRECTORS/TRUSTEES**

The method of election or appointment of the directors or trustees, and the manner of their admission, are provided for in the bylaws of **SUNSHINE KICKERS FOUNDATION, INC**

**ARTICLE VI**

**DURATION AND BEGINNING  
OF CORPORATE EXISTENCE**

The corporation shall exist perpetually. The Corporate existence shall commence as of filing of the Articles of Incorporation with the Secretary of State.

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

Directors/Trustees of the Corporation shall be elected or removed

in accordance with the procedures provided for in the bylaws. The number of directors/trustees may be increased or decreased from time to time, in the manner provided in the bylaws of **SUNSHINE KICKERS FOUNDATION, INC** The numbers constituting the initial Board of Directors of the company is 3 (three) and the names and address of these persons who are to serve initially are as follows:

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Edmund Nixey

1155 NE 156<sup>th</sup> Street, North Miami  
Beach, FL 33162

Errol Wilson

6809 SW 20<sup>th</sup> Courth, Miramar, FL 33023

Winston Barnett

3613 SW 166<sup>th</sup> Avenue, Miramar, FL  
33027

#### ARTICLE VIII

##### DEDICATION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for educational and cultural purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

#### ARTICLE IX

##### DISTRIBUTION OF EARNINGS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees,

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directors, 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 Section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, the corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office

#### **ARTICLE X**

##### **REGISTERED AGENT**

Pursuant to Sections 617.0501 and 617.0505, Florida Statutes, **SUNSHINE KICKERS FOUNDATION, INC.**, has designated Edmund Nixey as the initial Registered Agent of this corporation and the street address of the initial Registered Agent is 1155 NE 156<sup>th</sup> Street, North Miami Beach, FL 33162. The principal place of business of the corporation in the State of Florida is located at 1155 NE 156<sup>th</sup> Street, North Miami Beach, FL 33162

#### **ARTICLE XI**

##### **SHARES**

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of \_\_\_\_\_, 2012, pursuant to Section  
617.01201(6)(b), Florida Statutes.



Edmund Nixey (Incorporator) of  
1155 NE 156<sup>th</sup> Street, North Miami Beach, FL 33162  
for **SUNSHINE KICKERS FOUNDATION, INC**

STATE OF FLORIDA )

)


COUNTY OF DADE )

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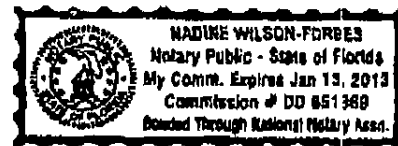
BEFORE ME, a Notary Public authorized to take  
acknowledgement in the State and County set forth above,  
personally appeared Edmund Nixey Registered Agent known to  
me and known by me to be the person who executed the foregoing

Article of Incorporation, and he/she acknowledged before me that he/she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 9 day of August 2012.

  
NOTARY PUBLIC  
State of Florida at  
Large

My Commission Expires:



CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOME PROCESS MAY BE SERVED.

In compliance with Section 607 Florida Statutes the following is submitted: FIRST that **SUNSHINE KICKERS FOUNDATION, INC.**, desires to organize or qualify under the laws of the State of Florida with its principal place of business at 1155 NE 156<sup>th</sup> Street, North Miami Beach, FL 33162. **SUNSHINE KICKERS FOUNDATION, INC** of


Florida, Inc., has named Edmund Nixey of 1155 NE 156<sup>th</sup> Street, North Miami Beach, FL 33162 as its Registered Agent to accept service of process within the State of Florida.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Dated this 9 day of August, 2012.

BY:

  
Edmund Nixey  
Registered Agent

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**CONSENT TO ACTION TAKEN  
IN LIEU OF PRE-ORGANIZATION MEETING  
OF  
SUNSHINE KICKERS FOUNDATION, INC**

The undersigned being the incorporator of the corporation consent to and ramify the action taken to organize the corporation as follows:

The Certificate of Incorporation filed on \_\_\_\_\_ with the Secretary of the State of Florida, was approved and inserted in the book of this

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corporation.

The person whose name appears below is the appointed officer of the Corporation to serve for a period of one year until the successor(s) is appointed or elected and shall qualify:

Edmund Nixey

Director

Errol Wilson

Secretary

Winston Barnett

Treasurer

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By-Laws regulating the conduct of business and affairs of  
SUNSHINE KICKERS FOUNDATION, INC as prepared by counsel or the  
members of the organization were adopted and

The seal, an impression of which appears in the margin of  
this consent was adopted as the corporate seal of the  
corporation, and the specimen of certificates for shares in  
the form exhibited and inserted in the record book was  
adopted as the corporate certificate.