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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 2 11-18

COVER LETTER

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

SUBJECT: FINNISH HERITAGE SOCIETY OF SOUTH FLORIDA, 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
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Henri Spehar, Esq.
Name (Printed or typed)

980 N. Federal Highway, Ste 110
Address

Boca Raton, FL 33432
City, State & Zip

(561) 800-4012
Daytime Telephone number

henri@speharlaw.com
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
Of
Finnish Heritage Society of South Florida

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

Article 1

The name of this corporation is: Finnish Heritage Society of South Florida, Inc.

ARTICLE 2

PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is:
2960 Cynthia Lane, Apartment 109, Lake Worth, Florida 33461.

ARTICLE 3

DURATION

The period of duration of the corporation shall be perpetual.

ARTICLE 4

PURPOSE

Finnish Heritage Society of South Florida, Inc. is a non-profit corporation organized exclusively for charitable, educational and scientific purposes within the meaning of 501(c)(3) of the Internal Revenue Code. The corporation's specific purposes are:

- Research and document the history of Finns in Florida for public interest.
- Educate the general public about the history of Finns in South Florida
- Educate the general public about the contribution of Finns to the society of South Florida.

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLE 5

Finnish Heritage Society of South Florida, Inc. is designated as a public benefit corporation.

ARTICLE 6

NON-PROFIT NATURE / BENEFITS

6.1 Non-profit Nature

Finnish Heritage Society of South Florida, Inc is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its charitable, educational or scientific purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to, any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

6.2 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Finnish Heritage Society of South Florida, Inc of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

6.3 Dissolution

Upon termination or dissolution of the Finnish Heritage Society of South Florida, Inc any assets lawfully available for distribution shall be distributed to one or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute), which organization or organizations shall have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Finnish Heritage Society of South Florida, Inc hereunder shall be selected by the discretion of a majority of the managing body of the Finnish Heritage Society of South Florida, Inc and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Finnish Heritage Society of South Florida, Inc by one

or more of its managing body, which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within Florida.

In the event the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

6.4 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 these articles.

6.5 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

6.6 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax as an organization described by 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.

ARTICLE 7
BOARD OF DIRECTORS

7.1 Governance

Finnish Heritage Society of South Florida, Inc shall be governed by its board of directors.

7.2 Initial Directors and Officers

Initial directors and officers of the corporation shall be:

Beatrice Haapanen, President, 2960 Cynthia Lane, Apt 109, Lake Worth, Florida 33461

David Karhu, Vice President, 718 North Broadway , Lantana, FL 33462

Mauno Laurila, Treasurer, 106 Half Moon Circle, Apt B3, Lantana, FL 33462

Barry Heiniluoma, Secretary, 9 Baare Rd. Wildrose Farm, Hubbardston, MA 01452

7.3. Election of Board Members

Initial board members were selected by the incorporator. Directors may be elected at any board meeting by the majority vote of the existing Board of Directors.

ARTICLE 8
MEMBERSHIP

Finnish Heritage Society of South Florida, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE 9
AMENDMENTS

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE 10

APPOINTMENT OF REGISTERED AGENT

The registered agent of the corporation shall be Beatrice Haapanen, and the address of the registered office is 2960 Cynthia Lane, Apartment 109, Lake Worth, Florida 33461.

ARTICLE 11 INCORPORATOR

The incorporator of the corporation is:

Henri Spehar, Esq., 980 North Federal Highway, Ste 110, Boca Raton, FL 3432.

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.

Beatrice Haapanen

Beatrice Haapanen, Registered agent

May 27, 2015

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Henri Spehar

Henri Spehar, Incorporator

05/27/2015

Date

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