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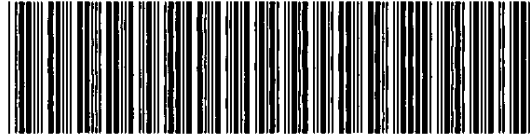
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N150000009843



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 31, 2015

SISTERHOOD GUILD OF AMERICA  
12145 NW 35TH PLACE  
SUNRISE, FL 33323

SUBJECT: SISTERHOOD GUILD OF AMERICA  
Ref. Number: W15000057796

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

We have received your document for SISTERHOOD GUILD OF AMERICA and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name must contain a word that will clearly indicate that it is a corporation. This word may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

The registered agent must sign accepting the designation.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Bylaws are not filed with this office.

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

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Carol Mustain  
Regulatory Specialist II

Letter Number: 815A00018367

## COVER LETTER

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

**SUBJECT:** SISTERHOOD GUILD OF AMERICA  
(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:** SISTERHOOD GUILD OF AMERICA  
Name (Printed or typed)  
12145 NW 35TH PLACE  
Address  
SUNRISE, FL. 33323  
City, State & Zip  
954-673-2622  
Daytime Telephone number

bdesoto04@yahoo.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**  
In compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I NAME**

The name of the corporation shall be: SISTERHOOD GUILD OF AMERICA, INC.

**ARTICLE II PRINCIPAL OFFICE**

Principal ~~street~~ address:  
12145 NW 35TH PLACE

SUNRISE, FL. 33323

Mailing address, if different is

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**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: TO PROVIDE GRANTS TO STUDENTS, COMPUTERS, BOOKS AND OTHER MATERIALS NECESSARY TO HELP THEM REACHING THEIR PRIMARY GOALS.

**ARTICLE IV MANNER OF ELECTION**

The manner in which the directors are elected and appointed: APPOINTMENT BY THE PRESIDENT.

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: BETTY HERARD DE SOTO

Address: 12145 NW 35TH PLACE

SUNRISE, FL. 33323

PRESIDENT

Name and Title: WILMA JACOBS

Address: 5783 WOODLAND POINT DRIVE

TAMARAC, FL. 33319

CORRESPONDING SECRETARY

Name and Title: MILAGROS HERNANDEZ

Address: 8311 NW 45TH CT.

LAUDERHILL, FL. 33351

TREASURER

Name and Title: CONSTANZA LOPEZ

Address: 2524 CARDAMON AVE.

COOPER CITY FL. 33026

VICE-PRESIDENT

Name and Title: IRMONE LEGER

Address: 5806 NW 87TH TERRACE

TAMARAC, FL. 33321

RECORDING SECRETARY

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

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

Name: BETTY HERARD DE SOTO  
Address: 12145 NW 35TH PLACE  
SUNRISE, FL. 33323

**ARTICLE VII INCORPORATOR**

The **name and address** of the Incorporator is:

Name: BETTY HERARD DE SOTO  
Address: 12145 NW 35TH PLACE  
SUNRISE, FL. 33323


**ARTICLE VIII EFFECTIVE DATE:**

Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior or 90 business days after the filing.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

*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*

  
\_\_\_\_\_  
Required Signature of Registered Agent

08/15/2015

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.*

  
\_\_\_\_\_  
Required Signature of Incorporator

08/15/2015  
Date

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SISTERHOOD GUILD OF AMERICA, INC.**

**CONSTITUTION AND BY-LAW**

**FLORIDA  
FEBRUARY 26, 2015**

**ARTICLE I- Name**

This organization shall be called Sisterhood Guild of America, Inc.

**ARTICLE II – Purposes**

The purposes of this organization are exclusively charitable and educational purposes within the meaning of Section 501(c) 3 of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

**ARTICLE III – Object**

The object of this organization shall be:

- (1) To secure the unity of endeavor among all the members of Sisterhood Guild of America, Inc. throughout the state.
- (2) To provide mutual knowledge, understanding, and friendship among the women of the Americas, Inc.
- (3) To foster all movements leading to a higher civilization, especially those affecting the women and children of the Western Hemisphere.

**ARTICLE IV – Fiscal Policy**

**Section 1.** No part of the net earnings of this organization shall inure to the benefit of any private individual, except the recipients of any scholarship funds of this organization. This organization shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

**Section 2.** Upon the final dissolution or liquidation of this organization and after discharge or satisfaction of all outstanding obligations and liabilities, the remaining assets of this organization shall be distributed to Organizations exempt from Federal Income Tax under Section 501(c) 3 of

the Internal Revenue Code of 1954 (or corresponding provision of any future Internal Revenue Law), this Scholarship Chairman shall contact Universities and colleges for distribution of funds.

At the regular meeting she shall notify the group and it shall be voted for which scholarship recipients that will be approve.

She shall notify the scholarship recipients and the Treasurer, who will make scholarship payments to the recipient's educational institution. The Scholarship Chairman shall acknowledge all donations to the Scholarship Fund.

She shall serve as the chairman of the Scholarship Committee and as a member of both the Executive Committee Board of Trustees. This committee shall plan and administer student scholarship. Each year this committee shall prepare a budget which shall be adopted at the March meeting.

#### **ARTICLE V – Membership**

**Section 1.** The State organization of the Sisterhood Guild of America, Inc. shall be comprised only of that institution operating according to the Framework Constitution and Bylaws of the Sisterhood Guild of America, Inc. in Florida.

**Section 2.** This organization shall be non-political, non-commercial, non-sectarian, non-federated, and non-profit sharing.

**Section 3.** Any member of Sisterhood Guild of America, Inc. which at the discretion of the Board of Directors no longer qualifies as a member of the sisterhood of America, Inc. may be suspended or dropped on a vote of two-thirds (2/3) of the members of the said Board of Directors.

**Section 4.** The active membership of this group shall not exceed one hundred and fifty (150) members.

**Section 5.** All persons regardless of race, creed or age who are in sympathy with the object of the organization and are willing to corporate with its work may be eligible for membership.

**Section 6.**

The meeting shall be held every third (3) Saturday of each month except in

December, were will held a fund raising or party.

#### **ARTICLE VI – Officers**

**Section 1.** The elected officers shall be First Vice President, Recording Secretary, Corresponding Secretary, Treasurer, Historian and Scholarship Chairman.

**Section 2.** In case of death, incapacity of the President the Vice President shall fill the position for three months till the fourth month meeting to take vote for a new President for two years, and can be re-elected for a second term. Four years shall pass by, till she can be re-elected for the same position.

**Section 3.** Vacancies occurring in the Board of Directors before the next election shall be filled by appointment by the President.

**Section 4.** The officers shall be elected by secret ballot biennially at the regular meeting the Sisterhood Guild of America, Inc. If there are no nominations from the floor, the secret ballot shall be dispensed with, and the Recording Secretary will cast a written ballot for the entire voting body, thus electing by acclamation. The newly elected officers shall assume their duties immediately following the nomination.

**Section 5.** The officers, the Chairmen of Standing Committees and the Committees and the President shall comprise the Board of Directors.

#### **ARTICLE VII – Amendments**

This Constitution and accompanying By-Laws may be amended at any regular meeting by a two-thirds (2/3) vote of the accredited members should receive copies of the proposed amendments at least thirty (30) days in advance.

#### **ARTICLE VIII – DUTIES OF OFFICERS**



**Section 1.** The **President** shall preside at all meetings and cosign checks issued by the Treasurer and shall perform such other duties as pertain to the office. The President shall appoint the Electronic Communications, Long Range Planning, Publications, Resolutions, and Advisory Committees. She shall appoint two (2) members for each Standing Committee. The President shall be the Chairman of the Executive committee. If there should be a need for The President to spend immediately an amount of money, there should be no need to call for executive order, to spend up to up to \$150.00 without the consent of the board.

**Section 2** The **Vice President** shall be in charge whenever the President is absent of the board, also Chairman of the revisions committee, shall promote friendship among the members. She shall see that the proceedings of all Meetings shall be conducted according to the Constitution and Bylaws and Robert's Rules of Order, Revised Version. Which is every two (2) years.

**Section 3.** The **Recording Secretary** shall keep the minutes of all meetings, keep the roster of all members, and shall note change of membership status. In the absence of the President and the Vice President, the Recording Secretary shall call the meeting to order and preside until a Chairman pro-tem is elected. **Within one month of the expiration of the term of office, the Recording Secretary must turn over to the elected successor complete records of the office and shall send copies of the minutes to all Officers, and Chairmen of Standing Committees.**

**Section 4.** The **Corresponding Secretary** shall conduct and file the general correspondence. In cases of incapacity of the President, the Corresponding Secretary may also co-sign checks. Send out notices of all special meetings; conduct the correspondence of the organization, and distribute year book to all members.

**Section 5.** The **Treasurer** shall collect membership dues all monies paid to the Sisterhood Guild of America, Inc. dues, contributions for the Scholarship and Endowment Funds and fees such funds shall be disbursed funds and make a report at the regular meetings. Whenever requested by the President or the Executive Committee. Checks issued by the Treasurer must be cosigned by the President or Corresponding Secretary. The books and records of the Treasurer shall be audited by an Audit Committee appointed by the President one week prior to the date of the

election. The Treasurer shall serve as Trustee and Treasurer for the Sisterhood Guild Scholarship and Endowment Funds. The Treasurer shall serve as chairman of the Finance Committee. The treasurer will have a financial statement prepared in accordance with IRS requirements.

**Section 6.** The Scholarship Chairman shall contact universities and colleges for scholarship applicants. At the regular meeting she shall notify the group and it shall be voted for which scholarship recipients that will be approve. She shall notify the scholarship recipients and the Treasurer, who will make scholarship payments to the recipient's educational institution. The Scholarship Chairman shall acknowledge all donations to the Scholarship Fund. She shall serve as the chairman of the Scholarship Committee and as a member of both the Executive Committee Board of Trustees. This committee shall plan and administer student scholarship. Each year this committee shall prepare a budget which shall be adopted at the March meeting.

**SECTION 7.** The **Historian** shall keep a record of all the activities of the Sisterhood Guild of America, Inc. A record of these activities including publicity pictures and yearbooks shall be on display at the election date.

## **ARTICLE IX**

**SECTION 1.** **Program Committee** The program Committee shall coordinate program to be presented at each regular meeting.

**SECTION 2.** **Yearbook Committee** will work with first Associate Director to expedite the timely publication and distribution of the yearbook.

**SECTION 3.** **Luncheon Committee** It shall be the duty of the Luncheon Committee to arrange and suggest the members what to bring. Also this committee shall be in charge for special events and decorations with expenditures in the budget, **The Committee may call upon any member for help and assign members for special Events.**

**SECTION 4.** **Publicity Committee.** The Publicity Committee shall announce forthcoming meetings through the press as well as detailed reports of the monthly meetings. All publicity shall clear through this committee.

**SECTION 5** **Courtesy and Telephone Committee.** The Courtesy and telephone Committee shall inform members of matters not published

through regular channels, shall greet new members and honored guest and shall send cards to ill or bereaved members. This committee shall be responsible in case of a **MEMBER'S DEATH or close family: To let the different committees knows and represent the group in case the President and principal board cannot be there.**

**SECTION 6.** **Finance and Scholarship Committee.** The Finance and Scholarship Committee shall consist of several members, one of which shall be the treasurer.

### **ARTICLE X – Application for Membership**

A group of no fewer than twenty (20) prospective members, wishing to organize a Sisterhood Guild of America, Inc. shall make an application to the President. A two-thirds (2/3) majority vote of the Board shall be required for acceptance of a new group.

### **COMMITTEES:**

**SECTION 1.** There shall be nine committees as follows: Memberships, Program, Yearbook, Luncheon, Publicity, Courtesy and Telephone, Finance and Scholarship, Constitution and By-laws, and Nominating.

**SECTION 2.** The annual election shall take place at the regular business in February, and installation shall take place at the regular meeting in March. The membership shall ballot, by secret ballot, for any officer that has received a nomination from the floor.

**SECTION 3.** The chairman of each standing committee shall submit an annual, written report to the Director at the February business meeting.

**SECTION 4.** The Executive Committee shall be composed of the Director, the Vice Presidents, Recording Secretary, Corresponding Secretary and Treasurer.

**Section 5.** If accepted, the Extension Chairman of that area shall complete the organization of the Table according to the Framework Constitution and Bylaws of the Sisterhood Guild of America, Inc. Upon payment of dues and a charter fee of twenty dollars (\$20.00), a certificate of membership will be

issued to the new Table.

## **ARTICLE XI – Dues and Fees**

**Section 1.** The annual dues paid by members to the principal SGA shall be five dollars (\$2.00) per capita per year, with no association of SGA paying less than one hundred dollars (\$100.00). These dues shall be payable by December 1<sup>st</sup> of each year to the Treasurer of the first organization of Sisterhood Guild of America.

**Section 2.** The Charter Fee will be \$20.00 for new organization of SGA and a \$2.00 for each member, which shall go into the general fund of the treasury.

## **ARTICLE XII – Committees**

**Section 1.** The Standing Committees shall be Executive, Archives, Electronic Communications, Long Range Planning, Publications, Nominating, Advisory, Finance, Revisions, and Scholarship, in the future when we will have the need for these Committees.

A. The President shall appoint the Chairmen of the Archives, Electronic Communications, Long Range Planning, Publications, and Advisory Committees, when will be needed.

B. The President shall appoint two (2) members for each Standing Committee with the exception of Executive, Nominating, and Advisory Committees.

C. The President shall be Chairman of the Executive Committee. The Scholarship Chairman shall chair the Scholarship Committee, the Treasurer shall be the Chairman of the Finance Committee, and the First Vice shall be Chairman of the Revisions Committee.

**Section 1-a.** The Revisions Committee shall consist of at least three members including the advisories. This Committee shall prepare all revisions to the Constitution and Bylaws and Standing Rules of the State organization.

**Section 1-b.** The Finance Committee shall assist the Treasurer when

necessary. The members shall include the Treasurer, and Pro treasurer.

**Section 1-c.** The Electronics Communications Committee shall maintain the electronic communication and information system for the Sisterhood Guild of America, Inc. including the web site and email communication system.

**Section 1-d.** In the event of a vacancy on any Standing Committee by death, resignation, or disability, the President shall fill the vacancy or vacancies by appointment for the unexpired term.

### **ARTICLE XIII – Scholarships**

**Section 1.** The property and business of the Sisterhood Guild of America, Inc. Scholarship and Endowment Funds shall be managed by a Board of three (3) Trustees. The Trustees shall be the President, who shall be the Chairman of the Board, the Treasurer, who shall be the Treasurer, and the Scholarship Chairman of the SGA.

**Section 2.** The Board shall have the general power to administer the affairs of the Fund and to formulate and carry out the policies of the Sisterhood Guild of America, Inc. Scholarship Committee.

### **DUTIES:**

The Scholarship Committee shall screen and select two candidates if there should be enough funds then shall elect a third party.

The Scholarships, the selection to be approved by the Board of Trustees at the Sisterhood Guild of America, Inc.

#### **A. Scholarship I, Requirements for Candidates**

This scholarship shall be awarded to the candidate who meets the Multicultural scholarships for students born in the United States with parent from foreign country.

Holds a bachelor's or equivalent degree and is doing work on a graduate degree at a state-supported college or university in Florida.

**B. Scholarship II**

1. The second (2nd) category of scholarship is dependent on availability of sufficient funds to support it, with the decision to award being made by the Board of Trustees.

2. Requirements for candidates shall be set by the Scholarship Committee, choosing either those for Scholarship I or II, according to the strengths of the applicants and the perceived needs of the Sisterhood Guild of America, Inc.

**C. Follow-up**

Recipients of Scholarships I, II, and III shall assume responsibility to make a report to the Scholarship Committee at the close of the Academic period for which the Scholarship is given. The Committee, in turn, will see that this report is circulated among the members of the SGA.

**ARTICLE XIII – Rules of Order**

In all meetings of the Sisterhood Guild of America, Inc. Robert's Rules of Order, Revised Edition, shall be the authority of Law.

**ARTICLE XIV – Amendments**

The By-Laws may be amended at any regular meeting of the Sisterhood Guild of America, Inc. by a two-thirds (2/3) majority of accredited members, due notice of said amendment having been sent out to all thirty (30) days before said meeting.



**Betty Herard De Soto**

**President of Sisterhood Guild of America, Inc.**