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SECRETARY OF STATE
TALLAHASSEE FLORIDA
16 APR 14 AM 10:59

N. Gulligan APR 15 2016

COVER LETTER

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

SUBJECT: COSTA RICA CHAMBER OF COMMERCE USA
(PROPOSED CORPORATE NAME - MUST INCLUDE SUEFLY)

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: ROSARIO M. SALAZAR
Name (Printed or typed)

6296 CORPORATE CT. SUITE A202
Address

FORT MYERS, FL 33919
City, State & Zip

786-351-5059
Daytime Telephone number

president@crcusa.org
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

COVER LETTER

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

SUBJECT: COSTA RICA CHAMBER OF COMMERCE USA
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 4, 2016

ROSARIO N. SALAZAR
6296 CORPORATE CT. SUITE A202
FORT MYERS, FL 33919

SUBJECT: COSTA RICA CHAMBER OF COMMERCE USA
Ref. Number: W16000024704

We have received your document for COSTA RICA CHAMBER OF COMMERCE USA 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.

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.

Neysa Culligan
Regulatory Specialist II

Letter Number: 916A00006807

Florida Department of State
Division of Corporations
ARTICLES OF INCORPORATION
In Compliance with Chapter 617 Florida Statutes, (Not for Profit)

FILED
16 APR 14 AM 10:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I NAME

The name of the corporation or organization shall be:

COSTA RICA CHAMBER OF COMMERCE USA Inc.

ARTICLE II PRINCIPAL OFFICE

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

8115 NW 53TH ST No. 129
DORAL, FL 33166

ARTICLE III Nonprofit Corporation/Organization

The Corporation/Organization is a Nonprofit (Chamber of Commerce)

ARTICLE IV DURATION

The period of the Corporation/Organization's duration is perpetual

ARTICLE V EFFECTIVE DATE

Upon approval by the State of Florida Division of Corporations

ARTICLE VI PURPOSE

The purpose for which the Corporation/Organization is organized is:

- A. Said Chamber of Commerce/organization is organized exclusively to foster Costa Rican-American Business, Community Development and sustainable help to promote business between both countries. As a Membership Chamber of Commerce that qualify as exempt organizations under section 501 (c) (06) of the Internal Revenue Code, or Corresponding action of any future federal tax code.
- B. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in the purpose clause. The organization shall not carry on any provisions of this document, the

organization should not carry on any organization exempt from federal income tax under section 501 (c) (06) of the Internal Revenue Code or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code and corresponding section of the State of Florida Non-Profit Corporations/Organizations.

C. Upon dissolution of the Corporation/Organization or the winding up of its affairs, the assets of the Organization/Chamber of Commerce shall be distributed exclusively to other Non-Profit or Charitable organizations which would then qualify under the provisions of Section 501(c) (6) of the Internal Revenue Code and its regulations as they now exist or as they hereafter be amended..

D. the Corporation/Organization is organized pursuant of the Florida Non-Profit Corporation Act and does not contemplate pecuniary gain or profit and is organized for nonprofit purposes.

ARTICLE VII MEMBERSHIP

The membership of this Non-Profit Organization – Chamber of Commerce shall consist to the following qualifications for membership and who shall be admitted in the following manner:

- 1) **Individual Membership.** Any person having an interest in the purpose and objectives of this Chamber of Commerce shall be eligible to apply for membership, Upon approval by the Board of Directors and payment of the appropriate dues.
- 2) **Business Membership.** Any Association, small business, Corporations, Partnership, Organization or any legal Entity in the United States of America, Country of Costa Rica or any other Country having an interest in the purpose and objectives of this Chamber of Commerce shall be eligible to apply for membership. The Board of Directors upon review of the future member, review and approve the applicant at monthly Board of Directors Meetings, the applicant becomes a member in good standing when the dues are paid in full. A the membership will renewal every year after upon notification or by paying de renewal fee.

ARTICLE VIII VOTING MEMBERS

The Organization shall have voting rights at the annual election meeting, as long as the member is in good standing of the Chamber and his or her membership fees had been paid on time.

ARTICLE IX MANNER IS WHICH DIRECTORS ARE ELECTED OR APPOINTED IS:

The Directors will be appointed by the by the membership, except the CEO Position, at an annual meeting.

ARTICLE X DIRECTORS AND/OR OFFICERS

List name(s) address (es) and specific titles(s):

CEO/President

Rosario M. Salazar
8115 NW 53th St #129
Doral, FL 33166 -US

Vice-President

Marta L. Cordero
11223 SW 12th Terrace
Miami, FL 33176-US

Treasurer

Ricardo Antonio Ruiz
15625 SW 103th PL
Miami, FL 33156-US

Secretary

Carolina A. Cusicanqui
11223 SW 122Th Terrace
Miami, FL 33176-US

Board Member

Marco Vinicio Bolanos
14203 SW 148 PL
Miami, FL 33916 -US

Board Member

Pablo Fernandez
15734 NW 24th St.
Pembroke Pines, FL 33028-US

ARTICLE XI REGISTERED AGENT AND STREET ADDRESS

The Name and Florida Street address of the registered agent is:

Rosario M. Salazar
8115 NW 53th St. #129
Doral, FL 33166

ARTICLE XII INCORPORATOR

The name and address of the Incorporator is:

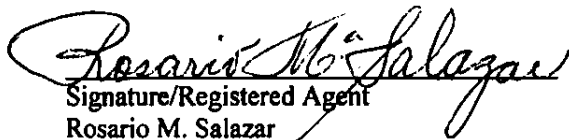
Mario E. Juarez,
6296 Corporate Ct. Suite A202
Fort Myers, FL 33919

Having been named as registered agent to accept service of process for the above stated corporation/organization 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.

ARTICLE XIII DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Corporation Non-Profit Organization (Church), the Board of directors shall, after paying or making provisions for the payment of all liabilities of the Corporation Non-Profit Organization (Church), distribute all the assets exclusively for charitable, educational, religious, or scientific purposes to such "qualified" organization as the Board of Directors shall determine. An organization shall be deemed to be a "qualified" organization for the purposes of this Article XIII only if a at the time of the of the distribution of such assets it is organized and operated exclusively for the purposes described in Section 170(c) (2) (B) of the Code and is described in Section 509(a) (1), (2) (3) of the Code. Any of such assets not so distributed shall be distributed by the Circuit Court of Lee County in which is the Principal office of the Corporation Non-Profit Organization / Chamber of Commerce is located, exclusively for the aforesaid purposes of the Non-Profit Organization/ Chamber of Commerce or to such qualified organization or organizations as said court shall determine.

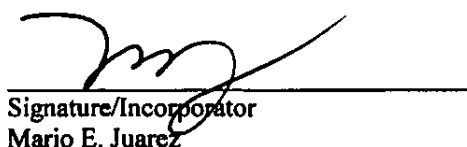
Having been named as registered agent to accept service of process for the above stated organization at the place designated in this certificate. I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature/Registered Agent
Rosario M. Salazar

3/25/2016
Date

STATE OF FLORIDA
TALLAHASSEE
16 APR 14 AM 10:59

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, FS.


Signature/Incorporator
Mario E. Juarez

3/25/16
Date