## Florida Department of State

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## FLORIDA PROFIT/NON PROFIT CORPORATION Hindu Bengali Society of Florida, Inc

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December 15, 2016

### FLORIDA DEPARTMENT OF STATE

Division of Corporations

LAW OFFICES OF MICHAEL A HALBERG

SUBJECT: HINDU BENGALI SOCIETY OF FLORIDA, INC

REF: W16000083882

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.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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

Tyrone Scott Regulatory Specialist II New Filings Section FAX Aud. #: B16000305545 Letter Number: 616A00026697

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# ARTICLES OF INCORPORATION OF

## HINDU BENGALI SOCIETY OF FLORIDA, INC (A NON-PROFIT CORPORATION)

The undersigned subscriber to these Articles of incorporation, is a natural person competent to contract, hereby associate themselves together to form a non-profit corporation under the Laws of the State of Florida providing for the formation of a non-profit corporation with the powers, rights, privileges, and immunities hereinafter mentioned, and they bereby make, subscribe, and acknowledge and file with the Secretary of State of the State of Florida this Certificate of Incorporation; and to that end they do, by this Certificate, set forth the following Articles of Incorporation with an effective date of January 1, 2017.

#### ARTICLE I

The name of this Corporation shall be:

#### HINDU BENGALI SOCIETY OF FLORIDA, INC. (A NON-PROFIT CORPORATION)

#### **ARTICLE II**

The initial post-office address of the principal office of this non-profit Corporation in the state of Florida shall be the County of Broward, at 5425 Lyons Road, Coconut Creek, FL 33073. The Board of Directors, may from time to time, move the principal office to any other address in the State of Florida.

#### ARTICLE III

Said corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### ARTICLE IV

The names and addresses of the persons who are the initial trustee of the corporation is as follows:

#### Sadhan Sarkar 5425 Lyons Road Coconut Creek, FL 33073

#### ARTICLE V

The Registered Agent for this non-profit corporation shall be: Sadhan Sarkar and the Registered Address shall be: 5425 Lyons Road, Coconut Creek, FL 33073.

#### ARTICLE VI

This non-profit corporation shall have no less than One (1) Director initially. The number of Directors may be increased or diminished from time to time according to the By Laws adopted by the Directors but shall never be less than One (1).

#### **ARTICLE VII**

The names and post-office addresses of the members of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, By-Laws of the non-profit Corporation, and the laws of the State of Florida, shall hold office for the first year of the non-profit corporation's existence, or until their successors are elected and have qualified are as follows:

Sadhan Sarkar - President/Director 5425 Lyons Road Coconut Creek, FL 33073

Dulal Kundu - Secretary/Director 5425 Lyons Road Coconut Creek, FL 33073

> Dr. Asit Sarkar - Director 5425 Lyons Road Coconut Creek, FL 33073

Ratan L. Majumder - Director 5425 Lyons Road Coconut Creek, FL 33073

Badal Saba, Director 5425 Lyons Road Coconut Creek, FL 33073

Bikash Kundu - Director 5425 Lyons Road Coconut Creek, FL 33073

Santosh K. Roy - Director 5425 Lyons Road Coconut Creek, FL 33073

Indrajit D. Gupta - Director 5425 Lyons Road Coconut Creek, FL 33073

Litan Majumder - Director 5425 Lyons Road Coconut Creek, FL 33073

Dilip K. Modak - Director 5425 Lyons Road Coconut Creek, FL 33073

Gopal Saha - Director 5425 Lyons Road Coconut Creek, FL 33073

#### ARTICLE VIII

The name and post-office address of the subscriber to these Articles of Incorporation is:

Sadhan Sarkar 5425 Lyons Road Coconut Creek, FL 33073

#### ARTICLE IX

Directors shall have the powers to hold their meetings and to have one or more offices

within or without the State of Florida, and to keep the books of this non-profit Corporation at such offices as the Directors shall determine, subject to the provisions of the Florida Statutes.

#### ARTICLE X

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

#### **ARTICLE XI**

This non-profit Corporation is to exist perpetually.

#### ARTICLE XII

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### ARTICLE XIII

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) 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 a public purpose. Any such assets not so disposed of shall be disposed of by a 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.

IN WITNESS WHEREOF, we being all of the original subscribers and incorporators of this Corporation for the purpose of forming a non-profit Corporation, do make and file these Articles of Incorporation with the Secretary of State of the State of Florida, and accordingly set our hands and scals this 12.7H day of December 2016.

Sadhan Sarkar

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED NON-PROFIT CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: HINDU BENGALI SOCIETY OF FLORIDA, INC. (A NON-PROFIT CORPORATION)
  - 2. The name and address of the registered agent and office is:

Sadhan Sarkar 5425 Lyons Road Coconut Creek, FL 33073

Having been named as registered agent and to accept service of process for the above stated non-profit corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of may duties, and I am familiar with and accept the obligations of my position as registered agent.

Sadhan Sarkar

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SECRETARY OF STAIL

FALLAHASSEE, FLORIDA