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SECRETARY OF SIACH

ROBERT C. BRIGHTON, JR.
BRIGHTON LEGAL SOLUTIONS, P.A.
6285 NW 125 Avenue
Coral Springs, Florida 33075
954-701-8961
rcbrightonbizlaw@gmail.com

August 20, 2018

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

Re: Articles of Incorporation for Florida Not For Profit – The Iroquois Tribe of the Seminole Nation (Indian Princesses), Inc.

Ladies and Gentlemen:

Enclosed herewith is a signed copy of the Articles of Incorporation for the above-referenced Florida Not for Profit Corporation, including a signed acknowledgement by the registered agent, and an additional copy. I have also enclosed a check in the amount of \$70.00 in payment of filing fees payable to the Department of State.

Please provide an acknowledgement of receipt and contact me at the above provided address if you have any questions.

Sincerely yours,

Robert C. Brighton, Jr.

## ARTICLES OF INCORPORATION OF

# THE IROQUIS TRIBE OF THE SEMINOLE NATION (INDIAN PRINCESSES), INC

The undersigned incorporator hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a Corporation not for profit in accordance with the laws of the State of Florida.

#### ARTICLE I NAME

The name of this Corporation shall be:

THE IROQUIS TRIBE OF THE SEMINOLE NATION (INDIAN PRINCESSES), INC.

## ARTICLE II ADDRESS

The street address of the initial principal office of the Corporation is 6285 NW 125 Avenue, Coral Springs, Florida 33076. The initial mailing address shall be 6285 NW 125 Avenue, Coral Springs, Florida 33076, Attn: Robert C. Brighton, Jr., Esquire, or such other addresses within the State of Florida as the Board of Directors may from time to time designate.

## ARTICLE III PURPOSES

- (a) The Corporation is organized for any lawful purpose or purposes not for pecuniary profit and which is not prohibited to not for profit corporations under Chapter 617, Florida Statutes (the "Act"), or any successor statute. Without limiting the generality of the forgoing, the Corporation is organized to give effect to the purposes of the Seminole Nation Indian Princess organization which focuses on fostering relationships between fathers and daughters, and among the girls of the Iroquois Tribe and Seminole Indian Princess Nation. Incidental to this purpose is fostering leadership and social skills, and serving charitable, benevolent, eleemosynary, educational, historical, civic, patriotic, social and cultural purposes. This Corporation shall receive and maintain funds and/or personal property, and subject to the restrictions and limitations hereinabove and hereinafter set forth, and as permitted by the Act, shall use the whole or any part of the income therefrom and the principal thereof exclusively for its purposes.
- (b) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any member, director or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no member, director or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

(c) Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations issued thereunder.

## ARTICLE IV OFFICERS AND DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of at least three (3) persons, the exact number to be determined in accordance with the Bylaws. The directors shall be elected as provided in the Bylaws.

The initial directors of the Corporation are:

Todd Link

Sam Hoffner

Amir Littman

The Corporation shall have a President, a Vice President, a Secretary and a Treasurer and may have additional and assistant officers, including without limitation, two or more Vice-Presidents. Assistant Secretaries and Assistant Treasurers. The same person may hold any two or more offices except that the President and Vice-President shall not be the same person. The officers may be amended as provided in the Bylaws.

The initial officers of the Corporation are:

Todd Link President
Sam Hoffner Vice President
Amir Littman Secretary

#### ARTICLE V POWERS

This Corporation shall have and exercise all powers provided by the laws of the State of Florida pertaining to corporations not for profit including, but not limited to those as provided in Section 617.0302, Florida Statutes, and future amendments thereto, or succeeding statutes pertaining to corporations not for profit in the State of Florida, necessary or convenient to effect any and all of the purposes for which the Corporation is organized.

#### ARTICLE VI REGISTERED OFFICE AND REGISTERED AGENT

The name of the Corporation's initial registered agent is Brighton Legal Solutions. P.A., Attention: Robert C. Brighton, Jr., Esq. and the street address of the Corporation's initial registered office is 6285 NW 125 Avenue, Coral Springs, Florida 33076. The Corporation shall keep the Department of State of the State of Florida informed of the current city, town, or village and street address of said registered office together with the name of the registered agent.

#### ARTICLE VII INDEMNIFICATION BY CORPORATION

- The Corporation hereby indemnifies and agrees to hold harmless from claim. liability, loss or judgment any director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action to procure a judgment in its favor), brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as director, officer, employee, or agent of the Corporation or any other corporation, partnership, joint venture, trust or other enterprise in which he served at the request of the Corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees actually and reasonably incurred as a result of such action, suit or proceeding or any appeal thereof, if such person acted in good faith in the reasonable belief that such action was in, or not opposed to, the best interest of the Corporation, and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful. The termination of any such action, suit or proceeding by judgment, order, settlement. conviction or upon a plea of nolo contendere or its equivalent shall not create a presumption that any such director or officer did not act in good faith in the reasonable belief that such action was in, or not opposed to, the best interests of the Corporation. Such person shall not be entitled to indemnification in relation to matters as to which such person has been adjudged to have been guilty of gross negligence or willful misconduct in the performance of his duties to the Corporation.
- (b) Any indemnification under paragraph (a) shall be made by the Corporation only as authorized in the specific case upon a determination that amounts for which a director or officer seeks indemnification were properly incurred and that such director or officer acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interests of the Corporation, and that, with respect to any criminal action or proceeding, he had no reasonable ground for belief that such action was unlawful. No indemnification or advancement shall be provided if prohibited by law. Such determinations shall be made by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding.
- (c) The Corporation shall be entitled to assume the defense of any person seeking indemnification pursuant to the provisions of paragraph (a) above upon a preliminary determination by the Board of Directors that such person has met the application standards of

conduct set forth in paragraph (a) above, subject to paragraph (b) above, and upon receipt of an undertaking by such person to repay all amounts expended by the Corporation in such defense, unless it shall ultimately be determined that such person is entitled to be indemnified by the Corporation as authorized in this article and applicable law. If the Corporation elects to assume the defense, counsel chosen by it and not objected to in writing for valid reasons by such person shall conduct such defense. In the event that the Corporation elects to assume the defense of any such person and retains such counsel, such person shall bear the fees and expenses of any additional counsel retained by him, unless there are conflicting interests between or among such person and other parties represented in the same action, suit or proceeding by the counsel retained by the Corporation, that are, for valid reasons, objected to in writing by such person, in which case the reasonable expenses of such additional representation shall be within the scope of the indemnification intended if such person is ultimately determined to be entitled thereto as authorized in this article.

(d) The foregoing rights of indemnification shall not be deemed to limit in any way the power of the Corporation to indemnify under any applicable law.

## ARTICLE VIII INCORPORATOR

The name and address of the incorporator is:

Robert C. Brighton, Jr., Esquire 6285 NW 125 Avenue Coral Springs, Florida 33076

## ARTICLE IX TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to the Act or other applicable law. In the event of dissolution or final liquidation of the Corporation, the residual assets of the organization will be distributed to one or more organizations which themselves are Florida not for profit corporations, other entities or unincorporated organizations which are tribes of the Seminole Nation of Indian Princesses, or to another entity or unincorporated organization serving a charitable or other not for profit 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 this Corporation is then located, exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporator of the foregoing Articles of Incorporation has hereunto set his signature this 20<sup>th</sup> day of August, 2018.

#### INCORPORATOR

Robert C. Brighton, Jr., Esquire

STATE OF FLORIDA

COUNTY OF BROWARD )

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BEFORE ME, the undersigned authority, personally appeared Robert C. Brighton, Jr., Esquire, known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged that he subscribed said instrument for the uses and purposes set forth herein.

WITNESS my hand an official seal in the State and County aforesaid, this day of August, 2018.

Notary Public, State of Florida

My commission expires: 09/04/21

Gristine Papes
Notary Publis
State of Floride
Hig Commission Expires 09/04/2021
Geomission No. GG 140679