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FLORIDA PROFIT/NON PROFIT CORPORATION
INDIAN MOTORCYCLE RIDERS GROUP OF SOUTH FLORIDA, INC

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ARTICLES OF INCORPORATION

OF

INDIAN MOTORCYCLE RIDERS GROUP OF SOUTH FLORIDA, INC.

In compliance with the requirements of F.S. Chapter 617, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a not-for-profit Corporation.

ARTICLE I - NAME

The name of the not-for-profit Corporation is: INDIAN MOTORCYCLE RIDERS GROUP OF SOUTH FLORIDA, INC.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of the principal office of the not-for-profit Corporation is: 540 West Sunrise Boulevard, Fort Lauderdale, Florida 33311.

ARTICLE III - MAILING ADDRESS

The mailing address of the principal office of the not-for-profit Corporation is: 540 West Sunrise Boulevard, Fort Lauderdale, Florida 33311.

ARTICLE IV - POWERS

The corporation shall have all of the powers of a not-for-profit corporation organized and operated pursuant to Chapter 617, Florida Statutes.

ARTICLE V - GENERAL PURPOSE AND RESTRICTIONS

The Corporation is a not-for-profit as specified as defined in the law of Florida. The Corporation is not formed for pecuniary benefit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent as permitted by law. The Corporation is a not-for-profit Corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. All activities and purpose of the Corporation shall be limited exclusively for any and all charitable and educational purposes, either directly or by contributions to the organization that qualify as exempt under section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereinafter be amended.

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Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization 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.

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Directors or Officers, but 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 Article 3 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 any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VI – SPECIFIC PURPOSES

The Corporation is exclusively organized, and shall be operated exclusively for, the following charitable and educational purposes:

A. To provide information, awareness and funding for all types and mediums of books, audio-visual, seminars, programs and other resources for the teaching and promoting of safe and responsible motorcycle riding and to plan and conduct numerous charitable endeavors and activities benefiting the community at large by the organization and its members.

B. To exercise all rights and powers conferred by the laws of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by donation, contribution, bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

C. To be a local chapter and an affiliate of the National Indian Motorcycle Riders Group.

D. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

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ARTICLE VII - MEMBERS

This not-for-profit Corporation may have one or more classes of members who pay dues pursuant to a dues schedule approved by the Board of Directors. The designation of such class or classes, the qualifications and rights of the members of each class, any quorum and voting requirements for meetings and activities of the members and the notice requirements for meetings and activities of the members shall be set forth in the by-laws of the not-for-profit Corporation.

ARTICLE VIII - DIRECTORS AND OFFICERS

Directors and Officers shall be elected in accordance with the By-Laws of the not-for-profit Corporation. The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is five (5). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than five (5). The number of Directors and Officers and the manner of their election shall be as set forth in the Bylaws. The name and address of each initial Director and Officer of the Corporation are as follows:

Name and Title: Randy McConnell, President
Address: 540 West Sunrise Boulevard
Fort Lauderdale, FL 33311

Name and Title: EJ Chedester, Vice President
Address: 540 West Sunrise Boulevard
Fort Lauderdale, FL 33311

Name and Title: Ian M. Berkowitz, Secretary, Treasurer
Address: 540 West Sunrise Boulevard
Fort Lauderdale, FL 33311

ARTICLE IX - MANNER OF ELECTION

All corporate powers shall be exercised by or under the authority of, and the business of the not-for-profit Corporation shall be managed under the direction of the Board of Directors. The number of the initial Board of Directors for the not-for-profit Corporation shall be as provided for in the not-for-profit Corporation's Bylaws. It is further provided that the number of Directors may be increased or decreased, as provided in the not-for-profit Corporation's Bylaws. Such Directors are to be elected or appointed in the manner proved for by the not-for-profit Corporation's Bylaws.

ARTICLE X - BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

ARTICLE XI - AMENDMENT TO ARTICLES

These articles may be amended as set forth in the by-laws of this not-for-profit Corporation.

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ARTICLE XII - AMENDMENT TO ARTICLES

The Corporation may indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the Florida Business Corporation Act and the Florida's Corporation Not For Profit Act.

ARTICLE XIII - REGISTERED AGENT

The name and the Florida street address of the initial registered agent is:

Ian M. Berkowitz, Esq.
2101 NW Corporate Boulevard, Suite 300
Boca Raton, Florida 33431

Having been named as registered agent and to accept service of process for the above stated not-for-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 my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in the Florida Statutes.

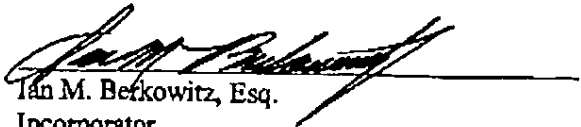

Ian M. Berkowitz, Esq.
Registered Agent

ARTICLE XIV - INCORPORATOR

The name and the Florida street address of the incorporator is:

Ian M. Berkowitz, Esq.
2101 NW Corporate Boulevard, Suite 300
Boca Raton, Florida 33431

The undersigned incorporator has executed these articles of incorporation.


Ian M. Berkowitz, Esq.
Incorporator

3/2/2020
Date