

# N22000011612

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**FLORIDA PROFIT/NON PROFIT CORPORATION  
VABHOE 5th GRADE BOOSTER CLUB 2023, INC.**

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October 11, 2022

FLORIDA DEPARTMENT OF STATE

Division of Corporations  
STEARNS WEAVER MILLER WEISSLER ALHADEFF & SITTERSON

SUBJECT: VABHOE 5TH GRADE BOOSTER CLUB 2023, INC.  
REF: W22000128464

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.

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Dil Sultana  
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FAX Aud. #: H22000347508  
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Please see attached corrected  
articles of incorporation. Please  
note the address is:  
21401 NE 19th Avenue  
Miami FL 33179

**Articles of Incorporation**  
of  
**VABHOE 5<sup>TH</sup> GRADE BOOSTER CLUB 2023, INC.**  
In compliance with Chapter 617, F.S. (Not for Profit)

The undersigned, for the purpose of forming a non-profit corporation, for charitable purposes in accordance with chapter 617 of the Florida Statutes of the State of Florida, acknowledge and file these Articles of Incorporation in the Office of the Secretary of the State of Florida.

**Article I**  
**Corporate Name**

The name of this corporation shall be: VABHOE 5<sup>TH</sup> GRADE BOOSTER CLUB 2023, INC.

**Article II**  
**Mailing Address of corporation**

The corporation's mailing address shall be 21401 NE 19th Avenue, Miami, Florida 33179.  
The principal business address of the corporation shall be 21401 NE 19th Avenue, Miami, FL 33179.

**Article III**  
**Term of Existence**

The corporation shall have perpetual existence.

**Article IV**  
**Purpose and Nature of Corporate Business**

The corporation shall have all of the common law and statutory powers and duties set forth in Chapter 617, Florida Statutes, as amended, and may engage in any activity or business permitted under the laws of the United States and the State of Florida. The Corporation shall be a non-profit corporation incorporated exclusively for charitable purposes to enhance and promote the educational experience and advancement of Virginia A. Boone Highland Oaks Elementary School's fifth grade graduating classes.

Said corporation is organized exclusively for charitable and educational 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.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons. No 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, 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. 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.

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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.

**Article V.  
Capital Stock**

This corporation shall not have any capital stock.

**Article VI.  
Members**

The members of Corporation shall be the parents/guardians and/or interested adult community members who support the activity that the Corporation is authorized to support.

**Article VII.  
School Principal and Faculty Advisor**

The school principal has final authority on the existence of and all activities of the Corporation. The school principal must approve all publications that the Corporation sends and must approve the bylaws and yearly plan of the Corporation.

School Principal: Julio Fong

The school faculty advisor serves as a liaison and to communicate to the Corporation the needs of Virginia A. Boone Highland Oaks Elementary School's fifth grade graduating classes. The school faculty advisor coordinates the work of the Corporation with the total school program. All decisions related to the day-to-day operations of the Corporation, including but not limited to, fundraisers, activities, show content, music selections, field trip destinations, routine/play selection, staff selection, participant selection, and chaperone/volunteer selection are the sole responsibility of the faculty advisor under the supervision of the principal. The school faculty advisor may not be a member or serve as an officer of the Corporation. The school faculty advisor shall be an advisor member of the Corporation's executive board, if any.

School Faculty Advisor: Justin Romanelli

**Article VIII.  
Officers**

The affairs of the Corporation shall be administered and managed by the Officers designated in the By-Laws, who shall serve at the pleasure of said school principal and faculty advisor. The following persons shall be the officers of the Corporation and shall hold office for a term of one year and in accordance with and pursuant to the provisions of the Corporation's By-Laws:

Name	Position	Address
------	----------	---------

Erica Chao	Co-President	21401 NE 19th Avenue Miami, Florida 33179
Jacqueline Friedeberg	Co-President	2560 NE 207 Terr Miami, Florida 33180
Julie Berkowitz	Treasurer	1871 NE 198 Terrace Miami, Florida 33179

The Officers shall hold office until the first annual meeting of the Corporation.

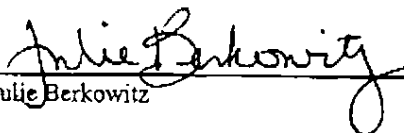
**Article IX.  
By-Laws**

The By-Laws of the Corporation shall be adopted by the officers and approved by the school principal for review per MDCPS Board Policy 9211 - Parent Organizations, Booster Clubs, and Other Fund-Raising Activities. The By-Laws may be amended in accordance with the provisions thereof, subject to school principal's review and approval.

**Article VIII.  
Initial Registered Agent and Initial Registered Office**

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be: Stearns Weaver Miller Weissler Alhadeff & Sitterson, P.A., 150 West Flagler Street, Suite 2200, Miami, Florida 33130, and the initial registered agent therein is Julie Berkowitz.

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

  
Julie Berkowitz

**Article VIII.  
Incorporator**

The name and post office address of the Incorporation executing the Articles of Incorporation is Erica Chao, 21401 NE 19th Avenue, Miami, Florida 33179.

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

  
Erica Chao