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(Requestor's Name)

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PHI DELTA GAMMA FRATERNITY, INC.  
Address  
For 4233 NW 37 AVE. MIAMI, FL 33142

☐ P. AMMENDMENTS \$35.00 CERTIFIED COPY-\$8.75

(Business Entity Name)

(Document Number)

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 16, 2007

PHI DELTA GAMMA FRATERNITY, INC.  
4233 NW 37 AVENUE  
MIAMI, FL 33143-2

SUBJECT: PHI DELTA GAMMA FRATERNITY, INC.  
Ref. Number: N93000000077

We have received your document for PHI DELTA GAMMA FRATERNITY, INC. and check(s) totaling \$43.75. However, your check(s) and document are being returned for the following:

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

PLEASE MAKE THE INCORPORATORS' LIST THE SAME AS IN THE ORIGINAL ARTICLES OF INCORPORATION. AFTER CORRECTING RETURN THE DOCUMENTS AND MONEY ORDER AND LETTER.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson  
Document Specialist Supervisor

Letter Number: 907A00011743

**Restated Articles of Incorporation of Phi Delta Gamma  
Fraternity, Inc.**

**Pursuant to the provisions of Chapter 617, Sec. 617.1007, the Board of Directors of the above stated corporation adopted the following Restated Articles of Incorporation as follows:**

**Article 1. Name.** The name of this non-profit corporation is Phi Delta Gamma Fraternity, Inc.

**Article 2, Purpose.** The specific purpose of the businesses to be transacted is as follows: To promote the brotherhood, good conduct and morale of its members and the respect and obedience to the Fraternity By-Laws and to the Laws of the State of Florida. Furthermore, it is incorporated to provide a legal entity to its members in order to lawfully promote its mission and expansion, not only through the here established professional chapter, but through future potential sub-chapters to be opened among college students throughout the colleges and universities of the State of Florida. Finally, the above stated purposes will be accomplished without regard to race, color, religion, sex, creed, or handicapped condition.

**Article 3. Powers.** It is expressly declared and provided that the corporation in order to carry its non-profit business, shall have the power to make and perform lawful contracts of any kind and description, to do any and all other acts and things, and to exercise any and all the other powers, either as principal, agent or broker conferred by the laws of the State of Florida upon corporations formed under the Laws of said State.

**Article 4. Symbolic Shares.** The authorized capital stock shall consist of 200 shares of common stock with a par value of \$100 each. These shares are symbolic and are issued for the purpose of raising funds among its members for the non-profit purpose of acquiring a property to be used as the Fraternity Club House for the exclusive use of its members. These shares do not transmit any ownership rights.

**Article 5. Existence.** The corporation shall have perpetual existence.

**Article 6. Principal Office and Registered Agent.** The initial street address of the corporation's principal office and mailing address is 581 NW 107<sup>th</sup> Avenue, Apt. 101, Miami, Florida 33172. The initial Registered Agent for the corporation is Mr. Juan Diaz, located at the same above stated address. Both the principal address and registered office address are the same.

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**Article 7. Directors.** The corporation shall have no less than 5 directors as follows: One President, Two or more Vice-Presidents, One Secretary and One Treasurer. The Vice-Presidents will represent the different Chapters organized throughout the State of Florida, preferably, the Chancellor of each Chapter. Directors will be elected during the first Meeting of January of every year which could coincide with the Corporation's Annual Meeting. Directors shall hold office for two years and could be re-elected for a second term. No Director shall be elected to hold more than one Board position within the same term.

**Article 8. Quorum.** A minimum of 3 Directors must be present to constitute Quorum.

**Article 9. Incorporators.** The name and address of the initial Incorporators are as follows:

<b>Raymond Orraca</b>	<b>3355 Village Green Drive, Miami, Florida 33175</b>
<b>Hector Urbistondo</b>	<b>9207 NW 70 Place, Tamarac, Florida 33321</b>
<b>Arnaldo Detres</b>	<b>9979 SW 166 Court, Miami, Florida 33196</b>
<b>Juan Diaz</b>	<b>581 NW 107 Avenue, Apt. 101, Miami, Florida 33172</b>

**Article 10. General Provisions.** Subject to the provisions and conditions of these Articles, the corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its Capital Stock in lieu of cash, at a just value to be fixed by its Board of Directors.

A Director may transact business, borrow, lend or otherwise deal or contract with the corporation to the full extend and subject only to the limitations and provisions of the Laws of the State of Florida and the Laws of the United States.

The corporation shall indemnify each Director and Officer against all or any portion of any expense reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an Officer or Director, to the full extend permitted by and subject only to the limitations and provisions of the Laws of the State of Florida and United States.

The private property of the members of the corporation shall not be subject to the payment of any corporate debts to any extend whatsoever.

**Article 11. By-Laws.** The By-Laws once adopted may be altered, amended, or rescinded in the manner provided by the same By-Laws. They will set forth any provision, not inconsistent with the Law, which the incorporators selected not to set forth in these Articles, for the regulation of the business and any

**provisions creating, defining, limiting, and regulating the powers of the corporation, the Directors or its Members.**

**Article 12, Meetings.** The Board of Directors will meet, at least, once every 3 months, but the President has the authority to call as many Meetings as needed for the benefit of the corporation. The corporation will celebrate its Annual Convention during the month of January of every year.

**Article 13. Members.** The qualifications, rights and privileges of the Members will be outlined in the By-Laws. The corporation may issue Certificates in any form evidencing membership in the corporation. Stock Certificates constitute Membership Certificates.

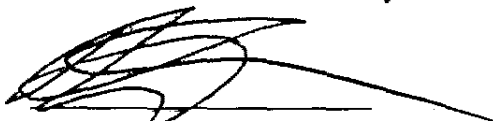
**Article 13. Amendments.** These Articles may be amended only by a majority vote of the Directors.

**These Restated Articles of Incorporation correctly set forth without change the provisions of the Articles of Incorporation, as amended, and these Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments thereto**

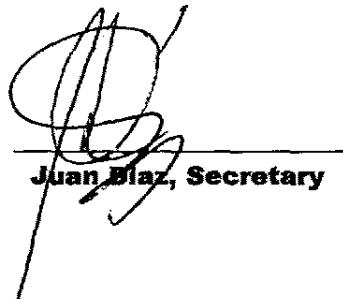
**Adopted by the Board of Directors unanimously at their Meeting of January 13, 2007.**

**DATED THIS 20<sup>TH</sup> DAY OF JANUARY, 2007 IN MIAMI, FLORIDA.**

**FOR THE CORPORATION,**



**Rene Urbistondo, President**

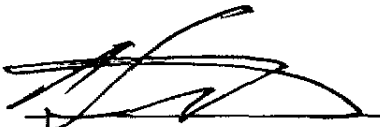


**Juan Diaz, Secretary**

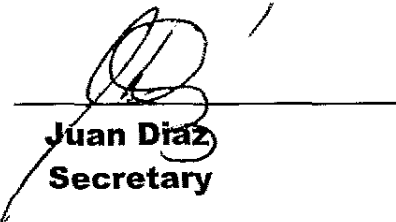
## **CERTIFICATE**

**This is to certify that the Board of Directors of Phi Delta Gamma Fraternity, Incorporated, adopted by unanimous vote the enclosed Restated Articles of Incorporation on their Meeting of January 13, 2007 in Miami, Florida. Therefore, these Restated Articles of Incorporation supersede the original Articles and all amendments thereto.**

**For The Corporation,  
Dated this 27<sup>th</sup> day of January, 2007**



**Rene Urbistondo  
President**



**Juan Diaz  
Secretary**

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