

N96000000651

TRANSMITTAL LETTER

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

100001705241
-02/02/96--01090--006
*****78.75 *****78.75

SUBJECT: The Florida Bandleaders Association Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM:

Allison Limere

Name (Printed or typed)

1390 N.W 200 St

Address

Miami, FL 33169

City, State & Zip

(305) 652-1818

Daytime Telephone number

RECEIVED
DIVISION OF STATE
TALLAHASSEE, FLORIDA

96 FEB -2 PM 12 28

FILED

NOTE: Please provide the original and one copy of the articles.

SMB
2/7/96

ARTICLES OF INCORPORATION

FILED

96 FEB -2 PM 12: 20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 617, Florida statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be:

THE FLORIDA BANDLEADERS ASSOCIATION INC.

ARTICLE II

Principal place of business and mailing address

The principal place of business and the mailing address of this corporation shall be:

**501 S.W. 64th. Terrace
Pembroke Pines, FL 33023**

ARTICLE III

Purpose(s)

The specific purpose(s) for which the corporation is organized is (are):

1. To promote and develop the diverse cultural art forms of Caribbean Carnival and masquerading bands in Florida.
2. To promote educational, cultural, social, and recreational activities pertaining to the Caribbean Carnival and to foster respect and cultural growth between the diverse ethnicity in Florida.

3. To receive and maintain real or personal property, or both, and, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or under Section 501(c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.
4. In order to promote the purposes of this corporation, it may acquire property by grant, gift purchase, devise or bequest and hold and dispose of such property as the corporation shall require for the benefit of the members and not for pecuniary profit.
5. To operate a not for profit multi-disciplinary cultural organization dedicated to providing involvement for all members of the community through performances, instruction, exposure, and creation.
6. To do all things requisite, necessary, proper, and desirable to carry out and further the objects for which this Corporation is formed; and, in general, to have all the rights, privileges and immunities, and enjoy all the benefits of the laws of the State of Florida applicable to the powers described in Section 617.0302 of the Florida Statutes.
7. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501 (c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.
8. The Corporation shall have such powers as are conferred upon it by Chapter 617 of the Laws of the State of Florida, and to exercise those powers in the accomplishment of its objects and purposes.

ARTICLE IV

Membership

Any person, corporation, partnership, association or organization, who is interested in the purposes of the Corporation, who is capable of contributing to the achievement of those purposes and the effective operation of the Corporation, and who complies with the requirements establish from time to time by the By-laws, shall be eligible for membership.

ARTICLE V

Manner of election of directors

The manner in which the directors are elected or appointed is as follows:

All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of a Board of Directors, all of whom shall be members of the Corporation.

1. Members of the Board of Directors shall be elected by the membership and shall hold office, all in accordance with the By-laws of the Corporation.
2. The conditions of election of the Board of Directors and the number of Directors shall be provided as in the By-laws.

ARTICLE VI

Limitation of corporate powers

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited as follows:

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its directors, officers, members of other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation (except as otherwise provided in subsection (h) of Section 501 of the Internal Revenue Code of 1954), and the Corporation shall not participate or intervene in (including the publishing or distributing 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 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 VII

Duration

This Corporation shall have a perpetual existence.

ARTICLE VIII

Dissolution

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this Corporation upon dissolution of this organization and all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c) (3) of the Internal Revenue Code of 1954, as amended, or corresponding to provisions of any subsequent Federal Tax Laws; or shall be distributed to the Federal Government, or to a state or local government, for a public purpose, and none of the assets will be distributed to any member, Officer or Trustee of this Corporation.

ARTICLE IX

Initial registered agent and street address

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

Mr. Glenn Pedro
501 S.W. 64th. Terrace
Pembroke Pines, Fl 33023

ARTICLE X
Incorporators
See instructions for officers/directors

The name(s) and the street address(es) of the incorporator(s) for these articles of incorporation is (are):

Glenn Joseph, 6700 S. W. 8th. Street, Pembroke Pines, Fl 33023

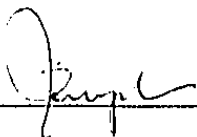
Allison Limere, 1390 N. W. 200 th. Street, Miami, Fl 33169

Glenn Pedro, 501 S.W. 64th Terrace, Pembroke Pines, Fl 33023

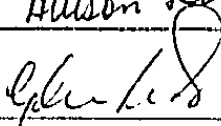
The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

31st day of January, 1996.

Signature(s) of Incorporator(s):



Allison Limere

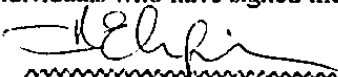
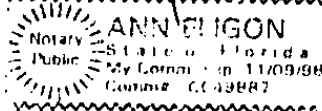


Glenn Joseph
Typed name of incorporator signing

Allison Limere
Typed name of incorporator signing

Glenn Pedro
Typed name of incorporator signing

The foregoing Articles of Incorporation was acknowledged before me this 31st day of JANUARY, 1996 by each and all of the individuals who have signed the said Articles as subscribing incorporators.

**CERTIFICATE OF DESIGNATION REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANISED
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: The Florida Bandleader Association Inc.
(must include suffix)

2. The name and address of the registered agent and office is:

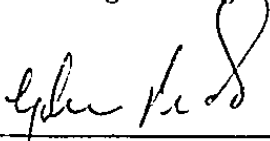
Mr. Glenn Pedro
(Name)

501 S. W. 64th Terrace
(Street address-P.O. Box or Mail Drop Box NOT acceptable)

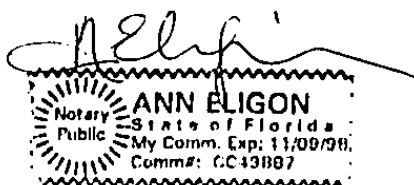
Pembroke Pines, FL 33023
(City/State/Zip)

FILED
96 FEB -2 PM 12:28
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Having been named as registered agent and to accept services for the above stated 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.


(Signature)

1/31/96
(Date)



N96 000000651

FILED

96 JUN 11 AM 8:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE FLORIDA BANDLEADERS ASSOCIATION INC
ALLISON LIMERE
1390 N.W. 200 ST.
MIAMI, FLORIDA 33169
PH: (305) 652-1818

June 06, 1996

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

300001859389
-06/12/96--01026--007
*****43.75 *****43.75

To Whom It May Concern:

Enclosed, please find Articles of Dissolution Section 617.1401. A money order of \$43.75. This includes a \$35.00 filing fee for the Articles of Dissolution and \$8.75 for a Certificate of Status.

Sincerely

Allison Limere
Allison Limere, Incorporator

cc

Vo! Diss.

ARTICLES OF DISSOLUTION

Pursuant to section 617.1401, Florida Statutes, this Florida nonprofit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is THE FLORIDA BANDLEADERS ASSOCIATION, INC.

SECOND: The articles of incorporation were filed on 02-02-96.

THIRD: The corporation has not commenced to conduct its affairs.

FOURTH: No debts of the corporation remain unpaid.

FIFTH: Adoption of dissolution (CHECK ONE)

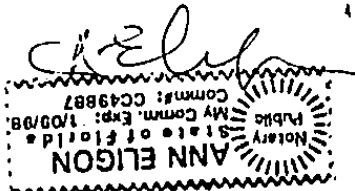
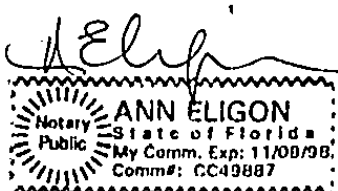
- ☐ The dissolution was authorized by a majority of the directors:
OR
☒ There are no directors - dissolution was authorized by an
incorporator or a majority of the incorporators.

Signed this 6th day of June, 19 96.

Signature Allison Limere
(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the directors,
OR
By an incorporator if adopted by the incorporators.)

Allison Limere
Typed or printed name

Incorporator
Title



WORKING TOGETHER TO
UNITE THE COMMUNITY

THE
FLORIDA
BANDLEADERS
ASSOCIATION, INC

N960000000651

Kileen Wong
President

Olmo Sabga
Vice President

Glennie Bianche
Secretary

Irvine Headley
Treasurer

Inskip Morris
Assistant Treasurer

Frank Dillon
Public Relations

Glenn Pedro
Public Relations

Fred Cudjoe
Public Relations

Glenn Joseph
Trustee

Franklyn Jones
Trustee

FLORIDA DEPT. OF STATE
DIV. OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

DEAR SIR/MADAME:

RE: ARTICLES OF REVOCATION OF DISSOLUTION

NAME: FLORIDA BANDLEADERS ASSOCIATION, INC.

THE ABOVE ORGANIZATION WAS DISSOLVED ON JUNE 11, 1996.
REVOCATION OF DISSOLUTION IS AUTHORIZED AS OF JULY 15, 1996,
AND APPROVED BY THE BOARD OF DIRECTORS. MEMBERSHIP APPROVAL
WAS NOT REQUIRED.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 11 AM 11:24

RESPECTFULLY,

Fred Cudjoe

FRED CUDJOE
PUBLIC RELATIONS
OFFICER

Rev. of Diss
sf



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 21, 1996

Wilhelmina Cudjoe
3516 NW 24th Street
Lauderdale Lakes, FL 33311

SUBJECT: THE FLORIDA BANDLEADERS ASSOCIATION INC.
Ref. Number: N96000000651

We have received your document for THE FLORIDA BANDLEADERS ASSOCIATION INC. and check(s) totaling \$35.00. However, your check(s) and document are being returned for the following:

Per our phone conversation, I am returning your document. The articles of revocation should be authorized in the same manner as the articles of dissolution. Enclosed is a copy of the dissolution which should be attached to the articles of revocation. Also enclosed is an amendment form for designating the officers/directors of the company or you can wait and designate them when the 1997 annual report is filed.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6901.

Susan Payne
Senior Corporate Section Administrator Letter Number:
096A00039726
Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida
32314

WORKING TOGETHER TO
UNITE THE COMMUNITY



ARTICLES OF REVOCATION OF DISSOLUTION

OCTOBER 1, 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 11 AM 11:24

Ellson Wong
President

Gino Sabga
Vice President

Giselle Blanche
Secretary

Irvine Headley
Treasurer

Inskip Morris
Assistant Treasurer

Frank Dillon
Public Relations

Glenn Pedro
Public Relations

Fred Cudjoe
Public Relations

Glenn Joseph
Trustee

Franklyn Jones
Trustee

STATE OF FLORIDA
DIVISION OF CORPORATIONS
ATTN: SUSAN PAYNE
409 E. GAINES STREET
TALLAHASSEE, FL. 32399

RE: ARTICLE OF REVOCATION OF DISSOLUTION FOR THE FLORIDA BAND-
LEADERS ASSOCIATION INC.

DTE. OF DISSOLUTION: JUNE 11, 1996

DTE. OF REVOCATION: JULY 15, 1996

(AUTHORIZATION)

DEAR MS. PAYNE:

REVOCATION OF DISSOLUTION WAS AUTHORIZED BY A MAJORITY OF
INCORPORATORS ON JULY 15, 1996. NO OTHER VOTE WAS NEEDED.

REGARDS



GLENN PEDRO
INCORPORATOR

ARTICLES OF DISSOLUTION

Pursuant to section 617.1401, Florida Statutes, this Florida nonprofit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is THE FLORIDA BANDLEADERS ASSOCIATION INC

SECOND: The articles of incorporation were filed on 02-02-96.

THIRD: The corporation has not commenced to conduct its affairs.

FOURTH: No debts of the corporation remain unpaid.

FIFTH: Adoption of dissolution (CHECK ONE)

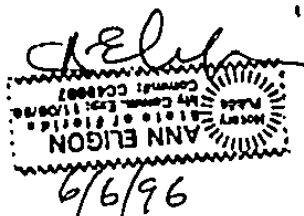
- ☐ The dissolution was authorized by a majority of the directors:
OR
☒ There are no directors - dissolution was authorized by an
incorporator or a majority of the incorporators.

Signed this 6th day of June, 19 96.

Signature Allison Limere
(by the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the directors
OR
By an incorporator if adopted by the incorporators.)

Allison Limere
typed or printed name

Incorporator
Title



N960000000651

WILHELMENA CUDJOE

PH. 738-1737

3910 NW 24TH STREET

LAUDERDALE LAKES, FL 33311

91-1829

2670

0000610501013

413

FILED - STATE
SECRETARY OF CORPORATIONS
DIVISION
97 JAN 21 PM 2:43

Division of Corporations
35.00
Thurday - five
for



Broward Schools Credit Union
Fort Lauderdale, Florida 33310

Wilhelmena Cudjoe
1:26 70 78 299:00006 1856 10 13 04.13

200002068602--6
-01/27/97--01003--030
*****35.00 *****35.00

AmerS-Sf
1/21/97

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

Florida Bandleaders Association, Inc.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

PRESIDENT
V. PRESIDENT
SECRETARY
TREASURER
ASST. TREASURER
PUBLIC RELATIONS
OFFICERS
"
TRUSTEE
"
"

ELISON WONG
GINO SABAGA
GISELLE BLANCHE
IRVINE HEADLEY
INSKIP MORRIS

GLENN PEDRO
FRED CUDJOE AND FRANK DILLON
GLENN JOSEPH
FRANKLYN JONES
FRANK DILLON

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 21 PM 2:43

SECOND: The date of adoption of the amendment(s) was: July 15, 1996

THIRD: Adoption of Amendment (CHECK ONE)

☐ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

☒ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

FLORIDA BANDEADERS ASSOCIATION INC.
Corporation Name


Signature of Chairman, Vice Chairman, President or other officer

ELISON T. WONG
Typed or printed name

PRESIDENT Title 10-21-96 Date