

N960000001743

Requestor's Name Karin Barrie **RECEIVED**

Address 1199 Jack Pine St WPB, FL 33411

City/State/Zip W.P.B., FL 33411 Phone#

DIVISION OF CORPORATION

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Sierra Leone Association of South Florida, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in
☐ Mail out

☐ Pick up time _____
☐ Will wait

☐ Photocopy

☐ Certified Copy
☐ Certificate of Status

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
96 APR -1 PM 2:23
CORPORATION STATE
TALLAHASSEE, FLORIDA

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APR 4-1996

ARTICLES OF INCORPORATION
of
SIERRA LEONE ASSOCIATION OF SOUTH FLORIDA, INC.

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We, the undersigned Incorporators, do voluntarily associate ourselves together for the purpose of forming a charitable, nonprofit, and tax exempt corporation pursuant to the Florida Corporations Not-for-Profit Law set forth in Section 617, Florida Statutes, to create, establish, maintain, and operate social, cultural and learning association, and hereby execute these Articles of Incorporation:

ARTICLE I. The name of this corporation is SIERRA LEONE ASSOCIATION OF SOUTH FLORIDA, INCORPORATED.

ARTICLE II. The period of existence and the duration of the life of this corporation shall be perpetual.

ARTICLE III. The specific and primary purposes for which this corporation is formed are:

(a) for the advancement of education, Sierra Leone culture in particular and African culture and tradition in general, and any other related or corresponding charitable purposes by the distribution of its funds for such purposes;

(b) to create, establish, maintain and operate an organization of social cultural heritage learning, SIERRA LEONE ASSOCIATION OF SOUTH FLORIDA, within the state of Florida, and such other place(s) as may from time to time be determined by the board of regents of the corporation, for the instruction in and the promotion of the principles and studies for the intellectual, moral, spiritual, and physical development and improvement of mankind, and for the promotion of the harmony, health, and happiness of mankind, and to apply such principles and teachings for such purposes within all the realms of social, cultural and ethnic heritage as may be determined by the board of regents;

(c) and to operate exclusively in any other manner for such educational, social, cultural, ethnic and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

ARTICLE IV. The corporation hereby formed shall have but is not limited to the following powers to be duly exercised by its board of regents, officers, agents, and employees as authorized by law:

A. To acquire property, both real and personal, by purchase, lease, gift, devise, bequest, or otherwise and to hold, invest, use, lease, operate, improve, develop, sell, mortgage or otherwise encumber, and in every way control, manage and deal in personal property and real property, both improved and unimproved, for all appropriate corporate purposes.

B. The board of regents of the corporation shall have the authority and power to fill its own vacancies, to adopt bylaws, and to make all necessary rules and regulations for the establishment and operation of the Association and the executive and other officers and committees, and the members thereof; to establish the duties, terms and tenures of its officers and consultants/advisors.

C. The Association shall accept all Sierra Leoneans and/or spouses of Sierra Leoneans who apply for admission and are qualified under the general regulations governing admissions into the Association.

D. In furtherance of the corporate purpose of establishing and conducting a Sierra Leonean Cultural and Social Association, the corporation shall have the power to make all necessary and appropriate arrangements by contract, lease, joint operation agreement, or otherwise, for anything pertaining to said Association.

E. To do any and all other acts and to engage in any other business or businesses in any manner connected with or necessary, incidental, convenient or auxiliary to any of the purposes or powers hereinabove enumerated or which shall or may promote the interests of this corporation, the Sierra Leone Association, and the general public; to possess and use all the powers authorized and allowed to nonprofit corporations under the laws of the State of Florida; and to exercise any and all other powers which a partner or a natural person could have or exercise and which may now or hereafter be authorized by law.

ARTICLE V. This corporation is formed solely and exclusively for charitable purposes, as set forth above, and not for pecuniary gain or profit, and no pecuniary gain or profit shall ever inure to any regent or member of this corporation, or to any other person or corporation, from the corporate property or operations. The earnings, if any, of this corporation including, but not limited to, monthly contributions, interest from investments, and income from any and all sources whatsoever, shall be used exclusively for the purposes for which this corporation is formed as hereinabove set forth, and no part thereof shall ever inure to the benefit of any member of this corporation or any other individual, firm, or corporation. No member, regent or officer of this corporation shall have any personal, proprietary, or beneficial interest in the property of the corporation either during its corporate existence or on its dissolution. It being hereby expressly provided and declared that all property whatsoever acquired by the corporation of every kind and character, and all increments, interests or earnings thereof, shall be devoted in perpetuity to educational, cultural, social and charitable purposes. In the event of a dissolution of the corporation, the board of regents, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the board of regents shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VI. The corporation shall have no capital stock and no shareholders, and no part of its activities shall be devoted to carrying on propaganda or otherwise attempting to influence legislation.

ARTICLE VII. The members of this corporation consist of the persons herein named as incorporators and such other persons as may from time to time hereafter become members in the manner provided by the bylaws, which shall set forth the conditions, terms, and qualifications for membership.

ARTICLE VIII. The members of the corporation shall not be personally liable for its debts or obligations by reason of their membership.

ARTICLE IX. The qualifications of regents, together with their terms of office, election, removal, change within the prescribed limits, filling of vacancies and of newly created regentships, powers, duties, and liabilities, shall, except as may otherwise be provided for in these Articles of Incorporation or by the laws of the State of Florida, be prescribed by the bylaws. Each regent shall be a member of the corporation during his or her regentship. The number of regents of the board of regents shall consist of not less than three nor more than twenty-five regents. The business and affairs of the corporation shall be managed and controlled by the board of regents. The number of regents of the initial board of regents shall be four, whose names and addresses are:

- (1) Abdul Karim Barrie, 1199 Jackpine Street, West Palm Beach, Florida 33414
- (2) Jonathan Mends, 19220 N.W. 50th Court, Miami, Florida 33055
- (3) Michael Kanu, 1270 N.W. 173rd Trail, Miami, Florida 33169
- (4) Adama M. Johnny-Boston, 14695 N.E. 18th Avenue, #6A, Miami, Florida 33181

ARTICLE X. The registered office in the State of Florida is to be located at 1199 Jackpine Street, West Palm Beach, Florida 33414, and the name of its registered agent at said address shall be Abdul K. Barrio. Principal and Registered locations are the same.

ARTICLE XI. Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporation's Not for Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, added to, or new bylaws may be adopted, either by a resolution of the board of regents, or by following the procedure set forth in the bylaws.

ARTICLE XII. The names and address of the incorporators for the corporation are:

- (1) Abdul Karim Barrio, 1199 Jackpine Street, West Palm Beach, Florida 33414
- (2) Jonathan Menda, 19220 N.W. 50th Court, Miami, Florida 33055
- (3) Michael Kann, 1270 N.W. 173rd Trail, Miami, Florida 33169
- (4) Adama M. Johnny-Boston, 14695 N.E. 18th Avenue, #6A, Miami, Florida 33181

ARTICLE XIII. Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Regents and presented to a quorum of members for their vote.

WITNESS our hands and seals this 27th day of March, 1996 at NORTH MIAMI BEACH West-Palm-Beach, County of Palm-Beach, State of Florida.

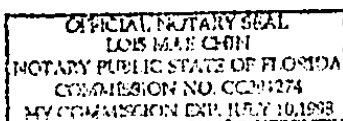
Abdul Karim Barrio
Abdul Karim Barrio
Jonathan Menda
Jonathan Menda
Michael Kann
MICHAEL KANN
Adama M. Johnny-Boston
ADAMA M. JOHNNY-BOSTON
Abdul Karim Barrio
Registered Agent

Subscribed and sworn to before me this

27th day of March, 1996.
AND PRODUCED FURTHER EVIDENCE
AS IDENTIFICATION.

Lois Mae
Notary Public at Large

My Commission Expires:



RESIDENT AGENT CERTIFICATE

SIERRA LEONE ASSOCIATION OF SOUTH FLORIDA, INCORPORATED, desiring to organize under the Corporations Not for Profit laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at the City of West Palm Beach, County of Palm Beach, State of Florida, has named ABDUL K. BARRIE, 1199 Jackpine Street, West Palm Beach, Florida 33414 as its registered agent thereat to accept service of process within this state, in accordance of the laws of the State of Florida.

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office (1199 Jackpine Street, West Palm Beach, Florida 33414) as indicated in the Articles of Incorporation, I hereby accept such appointment and agree to act in such capacity. I hereby agree to comply with the provisions of said Sections 48.091 and 607.034(3), Florida Statutes (1986), relative to keeping open the registered office.

Abdul Karim Barrie

Abdul Karim Barrie

Registered Agent

Dated this 27th day of March, 1996 at West Palm Beach, Florida

FILED
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TOLSON
FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE