

LAW OFFICE
STEVEN LULICH, P.A.

STEVEN LULICH
Attorney & Consultant

Correspondence
P.O. BOX 781390
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ORLANDO OFFICE
3001 Aloma Avenue, Suite 104
Winter Park, FL 32782
(407) 679-QUICK (7845)
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N960000003227

May 30, 1996

RECEIVED
JUN 14 1996
TALLAHASSEE
FBI

Florida Division of Corporations
Bureau of Corporate Records
P. O. Box 6327
Tallahassee, Florida 32314

Re: CLUB ITALIA, INC.

Gentlemen:

Enclosed for filing, please find Articles of Incorporation for the above captioned corporation. Also enclosed is our check in the amount of \$122.50 as follows:

Filing Fees	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	35.00

If you have any questions, please contact my office.

Thank you for your cooperation in this regard.

Sincerely,


STEVEN LULICH, ESQUIRE
SL:dj
Enclosures

~~618-72189~~

~~618~~

PMC
6/7/96

FILED
JUN 14 PM 2:05
TALLAHASSEE
FBI



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 7, 1996

STEVEN LULICH, ESQUIRE
P.O. BOX 781390
SEBASTIAN, FL 32978-1390

SUBJECT: CLUB ITALIA, INC.
Ref. Number: W96000012189

We have received your document for CLUB ITALIA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

Florida Statutes 607 may not be include in a Not For Profit document. Please remove 607 from the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 196A00028597

LAW OFFICES
STEVEN LULICH, P.A.

STEVEN LULICH
Attorney & Consultant

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ORLANDO OFFICE
3001 Aloma Avenue, Suite 104
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FAX (407) 589-8800

June 11, 1996

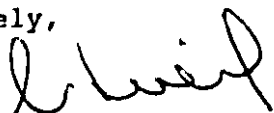
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: CLUB ITALIA, INC.

Gentlemen:

In regards to your letter dated 6/7/96 (a copy of which is enclosed), enclosed please find the revised Articles of Incorporation for the above captioned corporation. Please process accordingly.

Sincerely,



STEVEN LULICH, ESQUIRE
SL:dj
enclosures

FILED

96 JUN 14 PM 2:06

SECRET
TALLA

ARTICLES OF INCORPORATION
OF
CLUB ITALIA, INC.

Notice is hereby given that the undersigned incorporators, all being of full age, have associated themselves together for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapter 617, Florida Statutes and we do hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by such law, and we do hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation is CLUB ITALIA, INC.

ARTICLE II - CORPORATE PURPOSE

The object and purpose of the Corporation shall be to foster friendship and amity between members of Italian "connection," to gather together for social and charitable purposes, and to advance an understanding of Italian heritage.

ARTICLE III - MEMBERSHIP

Section 1: Eligibility. Any person shall be eligible for membership in this Corporation upon application to and approval as provided in the By-Laws of the Corporation.

Section 2: Application for Membership. Any applicant meeting the qualifications set forth above and desiring to become a member of the Corporation shall make application on a form supplied by the Corporation and accompanied by such membership fees and dues as the Board of Directors may from time to time determine.

Section 3: Termination of Membership. Membership may be terminated by expulsion for a just cause or by resignation with thirty days' prior written notice to the Board of Directors.

ARTICLE IV - DURATION

The Corporation shall have perpetual existence.

ARTICLE V - MANAGEMENT

Section 1. The affairs of the Corporation shall be managed by a Board of Directors. The Board of Directors shall consist of not less than three (3) and not more than five (5) persons. Directors shall be elected or removed in accordance with the procedure provided in the By-Laws.

Section 2. The officers of the Corporation shall be a President, one or more Vice Presidents, a Secretary and a Treasurer. These officers shall be elected and shall hold office in the manner provided by the By-Laws of the Corporation.

ARTICLE VI - INITIAL OFFICERS AND DIRECTORS

The names and residence addresses of the officers and directors who are to manage all the affairs of the Corporation until the first annual meeting are:

BRUNO BOVA
549 Acacia Avenue
Sebastian, FL 32958
President

JEANNE IANNACCONE
725 Vocelle Avenue
Sebastian, FL 32958
Vice President

JO PARLA
494 Coply Terrace
Sebastian, FL 32958
Secretary

JOSEPH R. PANARISI
414 Midvale Terrace
Sebastian, FL 32958
Treasurer

DAVE COSTA
499 Concha Drive
Sebastian, FL 32958
Master-At-Arms

ARTICLE VII - BY-LAWS AND AMENDMENTS TO THE ARTICLES OF INCORPORATION

The By-Laws of the Corporation shall be made, altered or rescinded by a majority vote of the voting membership present or

voting by proxy at any regular meeting, or by a majority vote of the Board of Directors; provided that notice thereof, which shall include the text of the By-Laws' change, has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such alteration to the By-Laws is to be voted upon, whether it be a membership meeting or a Board of Directors' meeting.

The Articles of Incorporation of this Corporation shall be amended or additional provisions added or adopted by a two-thirds vote of the members of the Board of Directors present or voting by proxy at any meeting thereof; provided that notice thereof, which shall include the text of the change to Articles of Incorporation has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such Articles of Incorporation change is to be voted upon, followed by the compliance with the Florida Statutes regarding amendments to articles of incorporation of not for profit corporations.

ARTICLE VIII - GENERAL

All income and assets of the Corporation, above necessary expenses, shall be administered solely and exclusively for the corporate purposes selected by the Board of Directors.

This Corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers or members. In addition, no part of the income of the corporation shall be distributed to its members, directors, officers or incorporators; provided that the Corporation may pay compensation in a reasonable amount to its members, directors, and officers for services rendered and may confer benefits upon its members in conformity with its purposes.

ARTICLE IX - SUBSCRIBERS

The names and residence addresses of the subscribers to this Corporation are as follows:

BRUNO BOVA
549 Acacia Avenue
Sebastian, FL 32958

JEANNE IANNACCONE
725 Vocelle Avenue
Sebastian, FL 32958

JO PARLA
494 Coply Terrace
Sebastian, FL 32958

JOSEPH R. PANARISI
414 Midvale Terrace
Sebastian, FL 32958

DAVE COSTA
499 Concha Drive
Sebastian, FL 32958

ARTICLE X - REGISTERED OFFICE AND REGISTERED AGENT
AND CORPORATION'S OFFICE

The above-named incorporators, desiring to organize this Corporation under the laws of the State of Florida, hereby designate the Corporation's Registered Office to be located at 549 Acacia Avenue, Sebastian, FL 32958, and hereby designate and appoint BRUNO BOVA as Registered Agent of the Corporation, to accept service of process within this State, to serve in such capacity until his successor is selected and duly designated.

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act.

ARTICLE XII - PROHIBITED ACTIVITIES

The Corporation shall not:

1. Attempt to influence legislation as a substantial part of its activities.
2. Allow any part of its net income to inure to the benefit of officers, directors or members of the Corporation, or to any other individuals, except in the furtherance of its charitable purposes.
3. Participate to any extent in any political campaign for or against any candidate for public office.

4. Conduct any activities not permitted to be carried on by organizations exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and its regulations as they now exist or as they may hereafter be amended, or by any organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

ARTICLE XIII - DEDICATION OF ASSETS

The Corporation dedicates all assets which it may acquire to the charitable purpose set forth in Article II hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapters 607 and 617, Florida Statutes, the Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in Sections 401(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal government or to a state or local government for exclusive public purpose.

IN WITNESS WHEREOF, the undersigned have subscribed their names under seal this 28th day of May, 1996.

Bruno Bova
BRUNO BOVA

Jo Parla
JO PARLA

Dave Costa
DAVE COSTA

Jeanne Iannaccone
JEANNE IANNACCONI

Joseph R. Panarisi
JOSEPH R. PANARISI

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

I HEREBY CERTIFY that on this 28th day of May, 1996, before me, an officer duly authorized in the aforesaid State and County to take acknowledgements, personally appeared BRUNO BOVA, who is personally known to me or ☒ who produced a Drivers License as identification, and who, after being first duly sworn, acknowledged before me that he executed the foregoing instrument for the purposes therein expressed.

Tammy L. Shrum
Notary Public

My Commission Expires:



TAMMY L. SHRUM
My Comm Exp 4/25/98
Bonded By Service Ins
No. CC367366

☐ Personally Known ☐ Other

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

I HEREBY CERTIFY that on this 28th day of May, 1996, before me, an officer duly authorized in the aforesaid State and County to take acknowledgements, personally appeared JEANNE IANNACCONE, who is personally known to me or who produced a Drivers License as identification, and who, after being first duly sworn, acknowledged before me that she executed the foregoing instrument for the purposes therein expressed.

Tammy L. Shrum
Notary Public



TAMMY L. SHRUM
My Comm Exp 4/25/98
Bonded By Service Ins
No. CC367366
☐ Personally Known ☐ Other

My Commission Expires:

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

I HEREBY CERTIFY that on this 25th day of May, 1996, before me, an officer duly authorized in the aforesaid State and County to take acknowledgements, personally appeared JO PARLA, who is personally known to me or who produced a Drivers License as identification, and who, after being first duly sworn, acknowledged before me that she executed the foregoing instrument for the purposes therein expressed.

Tammy L. Shrum
Notary Public



TAMMY L. SHRUM
My Comm Exp 4/25/98
Bonded By Service Ins
No. CC367366
☐ Personally Known ☐ Other

My Commission Expires:

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

I HEREBY CERTIFY that on this 25th day of May, 1996, before me, an officer duly authorized in the aforesaid State and County to take acknowledgements, personally appeared JOSEPH R. PANARISI, who is personally known to me or who produced a Drivers License as identification, and who, after being first duly sworn, acknowledged before me that he executed the foregoing instrument for the purposes therein expressed.

Tammy L. Shrum
Notary Public



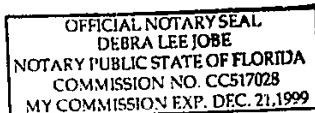
TAMMY L. SHRUM
My Comm Exp 4/25/98
Bonded By Service Ins
No. CC367366
☐ Personally Known ☐ Other

My Commission Expires:

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

I HEREBY CERTIFY that on this 15th day of May, 1995, before me, an officer duly authorized in the aforesaid State and County to take acknowledgements, personally appeared DAVE COSTA, who is personally known to me or who produced a Drivers License as identification, and who, after being first duly sworn, acknowledged before me that he executed the foregoing instrument for the purposes therein expressed.

Debra Lee Jobe
Notary Public



My Commission Expires:

FILED

96 JUN 14 PM 2:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR

DOMICILE FOR THE SERVICE OF PROCESS WITHIN

THIS STATE, NAMING AGENT UPON WHOM PROCESS

MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First - That CLUB ITALIA, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Sebastian, County of Indian River, State of Florida, has named BRUNO BOVA located at 549 Acacia Avenue, County of Indian River, City of Sebastian, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: Bruno Bova
BRUNO BOVA