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JOSIAS, GOREN, CHEROF, DOODY & EZROL, P.A.

ATTORNEYS AT LAW

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FORT LAUDERDALE, FLORIDA 33308

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MICHAEL D. CIRULLO, JR.
PETER A. LICHTMAN
NICHOLAS R. LOPANE
JULIE F. KLAHR

July 13, 1998

Secretary of State
Division of Corporation
409 East Gaines Street
Tallahassee, Florida 32301

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****122.50 ****122.50

Re: Florida Italian American Caucus of Elected Officials, Inc.

Dear Sir or Madam:

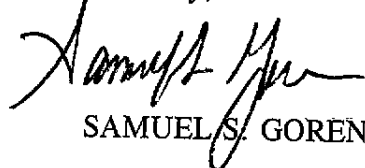
Enclosed herewith please find an original and one (1) copy of the Articles of Incorporation in connection with the above-captioned matter along with a check in the amount of \$122.50 to be disbursed as follows:

Filing Fee	70.00
Certified Copies	<u>52.50</u>
TOTAL	\$122.50

Also, enclosed please find a self-addressed envelope for return of the enclosed documents to our office.

Thank you for your prompt cooperation in connection with the foregoing. If you have any questions, please do not hesitate to contact me.

Sincerely,


SAMUEL S. GOREN

SSG:mp:aw
Enclosures
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cc: Mr. Joseph Scuotto

FILED
JUL 15 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
7-17-98
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**ARTICLES OF INCORPORATION
OF
FLORIDA ITALIAN AMERICAN CAUCUS OF ELECTED OFFICIALS, INC.**

The undersigned, acting as incorporators of a Corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation of such Corporation:

ARTICLE 1

NAME OF CORPORATION

The name of this Corporation shall be **FLORIDA ITALIAN AMERICAN CAUCUS OF ELECTED OFFICIALS, INC.**, a Florida not-for-profit corporation. The principal place of business of this Corporation shall be 11088 Northwest 23rd Court, Suite 101, Sunrise, Florida 33322.

ARTICLE 2

DURATION

This Corporation shall have perpetual existence.

ARTICLE 3

PURPOSE OF CORPORATION

The general purposes for which the Corporation is organized are as follows:

1. To promote the works, accomplishments and contributions of Italian-American citizens to the State of Florida and the United States. To further promote appreciation for Italian culture and heritage, and its effect on life in Florida and in the United States.
2. To sponsor, supply and otherwise promote art and literature created by Italian artists and authors in schools, universities, libraries and other public forums throughout the State of Florida.
3. To fund, coordinate and provide scholarships to deserving student candidates, and to generally promote scholastic excellence and education.
4. To act consistent with all applicable statutes, ordinances, rules and regulations affecting the actions of the Corporation and to do all things otherwise permitted by law.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5. To do such other and further things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.
6. To carry out any business, occupation, undertaking, enterprise and exercising any power or authority which may be done by a private corporation organized and existing under and by virtue of Chapter 617, Florida Statutes, and as amended, it being the intention that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 617, Florida Statutes, and as amended.
7. To engage in any fund raising activities necessary to promulgate the purposes of the Corporation.

ARTICLE 4

BOARD OF DIRECTORS

The number constituting the charter members and initial Board of Directors of this Corporation is seven (7) and the names and addresses of the persons who are to serve initially are indicated below. The Corporation shall not have less than three (3) directors. The method of election for the directors and officers is provided for in the By-Laws of this Corporation.

Jack Brady
6808 Stardust
North Lauderdale, FL 33068

Joseph A. Scuotto
11088 N.W. 23 Ct.
Sunrise, FL 33322

Samuel J. Ferrerri
509 Landings Blvd.
Greenacres, FL 33413

Amadeo Trinchitella
155 Richmond F
Deerfield Beach, FL 33442

Michael Natale
8001 S.W. 7th Pl.
North Lauderdale, FL 33068

Joseph Varsallone
6272 N.W. 15th Court
Margate, FL 33063

Frank Ortis
11621 N.W. 23rd Street
Pembroke Pines, FL 33026

ARTICLE 5

PECUNIARY GAIN PROHIBITION

This Corporation shall not, incidentally or otherwise, afford or pay any pecuniary gain, dividends, or other pecuniary remuneration to its members as such, and no part of the net income or net earnings of this Corporation shall, directly or indirectly, be distributable to or otherwise inure to the benefit of any member or individual. This Corporation shall not lend any of its assets to any officer, director, or member of this Corporation or guarantee to any person the payment of a loan by any officer, director or member of this Corporation.

ARTICLE 6

LIMITED LIABILITY

The officers, directors and members of this Corporation shall not be personally liable to any extent whatsoever for any debts or obligations of this Corporation, to the extent permitted by law.

ARTICLE 7

INDEMNIFICATION OF DIRECTORS AND OFFICERS

This Corporation shall indemnify any Director or Officer who by virtue of his or her being a Director or Officer of this Corporation, is made a party to any action or proceeding, except when such Director or Officer is adjudicated guilty of malfeasance in the discharge of his or her duties to this Corporation. Indemnification shall be for all reasonable expenses incurred as a result of such action or proceeding.

ARTICLE 8

CAPITAL STOCK

This Corporation is organized under a Non-stock Basis.

ARTICLE 9

DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or 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

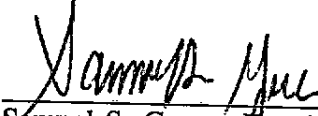
disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 10

The names and addresses of the incorporator are as follows:

Samuel S. Goren, Esquire
Josias, Goren, Cherof, Doody & Ezrol, P.A.
3099 East Commercial Boulevard, Suite 200
Fort Lauderdale, FL 33308


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13 day of July, 1998.



Samuel S. Goren, Esquire
Josias, Goren, Cherof, Doody & Ezrol, P.A.
3099 East Commercial Boulevard, Suite 200
Fort Lauderdale, FL 33308

STATE OF FLORIDA)
)ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 13 day of July, 1998, by SAMUEL S. GOREN, as Incorporator, who is personally known to me or has/have produced _____ as identification.



NOTARY PUBLIC

My Commission Expires:

Print or Type Name

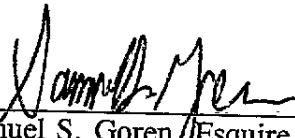


Maria A. Plsz
MY COMMISSION # CC606234 EXPIRES
October 28, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 617.0503, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent/Registered Office, in the State of Florida.

1. The name of the Corporation is: FLORIDA ITALIAN AMERICAN CAUCUS OF ELECTED OFFICIALS, INC.
2. The name and address of the Registered Agent and Office is: Samuel S. Goren, Esquire, 3099 E. Commercial Boulevard, Suite 200, Fort Lauderdale, Florida 33308.




Samuel S. Goren, Esquire
Josias, Goren, Cherof, Doody & Ezrol, P.
3099 East Commercial Boulevard
Suite 200
Fort Lauderdale, FL 33308

FILED
98 JUL 15 AM 9:30
CLERK OF STATE
TALLAHASSEE, FLORIDA

Date: 7-13-98

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.



SAMUEL S. GOREN

Date: 7-13-98