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TALLAHASSEE, FLORIDA

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FILED

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

1. WYNWOOD KHOURY LEAGUE, inc  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #) 800002638128--7

4. \_\_\_\_\_  
(Corporation Name) (Document #) -09/14/98--01059--005  
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NEW FILINGS

<input checked="" 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

DIVISION OF CORPORATION

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9/14

Examiner's Initials

**ARTICLES OF INCORPORATION**

of

**WYNWOOD KHOURY LEAGUE, Inc.**

a Florida Non-Profit Corporation

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**ARTICLE ONE**

**Name**

The name of this corporation shall be:

**WYNWOOD KHOURY LEAGUE, Inc.**

The principal address of the corporation shall be:

**101 Northwest 31st Street**

**Miami, Florida 33127**

The Board of Director may, from time to time, move the principal office of the corporation to any other address in the State of Florida.

**ARTICLE TWO**

**Duration**

The term of existence of the corporation shall be perpetual.

**ARTICLE THREE**

**Purposes and Objectives**

The purposes and objectives of the corporation shall be:

**1. Khoury League - Non-Profit.** To promote and encourage children to participate in organized sports.

**ARTICLE FOUR**

**Non-Profit Purposes and Powers**

**1.** The corporation shall be organized and operated exclusively for charitable, scientific and educational purposes within the meaning of Section 501 of the U.S. Internal Revenue Code of 1954, as subsequently amended. The powers of the corporation shall be limited to only those powers permitted to be carried on by a corporation exempt from federal income tax under the appropriate section of the Internal Revenue Code of 1954, as subsequently amended.

2. No part of the income of the corporation shall be distributed to the members, directors or officers. However, nothing shall prevent a member, director or officer being paid a fair compensation for services rendered as an employee of the corporation or as a contracting party, if not in conflict with the policies regarding conflicts of interest and requirements of the Internal Revenue Code, Section 501.

3. In the event that the corporation shall be dissolved, voluntarily or involuntarily, the Board of Directors, after providing for the outstanding debts and obligations of the corporation shall distribute the remaining assets of the corporation to one or more charitable organizations designated by the board of Directors which are, or may become, engaged in activities which, in the judgment of the Board, are or will be, similar to the purpose of this corporation and also qualified as a tax exempt corporation under Internal Revenue Code, Section 501(c)(3). In no event shall any of the corporation's assets be distributed to any present or former member of the corporation.

## **ARTICLE FIVE**

### **Membership**

Membership in the corporation shall be by nomination to membership by a nominating committee.

The specific requirements for nomination, the nominating procedure and constituency of the nominating committee shall be in accord with the requirements of the By-Laws. The By-Laws may limit the size of the membership and provide and set such criteria for membership as it deems necessary and advisable.

## **ARTICLE SIX**

### **Board of Directors**

The corporation shall be managed by a Board of Directors who shall determine policy which may be administered by a chief executive officer employed by the Board of Directors. There shall be an execute committee which shall be constituted and have such powers as provided in the By-Laws.

The Board of Directors shall be composed of not less than three (3) not more than fifteen (15) persons. Members of the Board of Directors shall be members of the corporation.

The terms of each member of the Board of Directors shall be one (1) year. The By-Laws may set other requirements and restrictions.

The initial Board of Directors who shall serve for one year or until their successors are elected are:

**Lieutenant Mario Garcia  
Officer Carlos Mendez  
Officer Willie Lopez**

#### **ARTICLE SEVEN OFFICERS**

There shall be the following officers of the corporation, President; Vice President; Secretary; and Treasurer, and such other officers as may be required by the By-Laws of the corporation. The initial officers, who shall serve for one year after incorporation are:

<b>President:</b>	<b>RAY NAVARRO</b>
<b>Vice President:</b>	<b>MARIA SOLER</b>
<b>Secretary:</b>	<b>SHIRLEY JONES</b>
<b>Treasurer:</b>	<b>WANDA GALARZA</b>

#### **ARTICLE EIGHT By-Laws**

The By-Laws of the corporation shall be adopted by the Board of Directors. The By-Laws may be altered, amended or repealed and new By-Laws be adopted by a majority of the Board of directors of the corporation at any regularly convened or special meeting thereof.

#### **ARTICLE NINE Amendments**

These Articles of Incorporation may be amended by a majority vote of the Board of Directors present at a regular or special meeting of the Board of Directors provided a quorum

is present and the specific proposed amendment has been mailed to each member of the corporation at least two (2) weeks prior to the regular or special meeting and a notice of the meeting is similarly provided. The amendment shall be effective upon acceptance by the Secretary of State.

## **ARTICLE TEN**

### **Beginning of Corporate Existence**

The corporate existence shall begin upon acceptance and approval of these Articles of Incorporation by the Department of State.

## **ARTICLE ELEVEN**

### **Registered Agent and Office**

The name of the Corporation's Registered Agent and the address of the Corporation's Registered Office shall be:

**Raymond Navarro  
101 Northwest 31st Street  
Miami, Florida 33131**

## **ARTICLE TWELVE**

### **Subscribers**

The names and residence addresses of the Subscribers of the corporation are as follows:

**Raymond Navarro  
11827 Southwest 105th Terrace  
Miami, Florida 33186**

**Officer Carlos Mendez  
10881 Southwest 134th Court  
Miami, Florida 33176**

**Wanda Galarza  
1120 Northwest 4th Street  
Miami, Florida 33138**

## ARTICLE THIRTEEN

### Indemnification

The By-Laws may provide for indemnification of the Board of Directors, officers and employees of the corporation.

### ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent and to accept service of process of the Corporation, at the initial registered office designated in these Articles of Incorporation, I hereby accept the such status appointment as Registered Agent and consent to act in this capacity and agree to comply with all the requirements of the laws pertaining thereto.

  
RAYMOND NAVARRO  
Registered Agent

IN WITNESS WHEREOF, we have hereunto made, subscribed and acknowledged these Articles of Incorporation of WYN WOOD KHOURY LEAGUE on this \_\_\_\_\_ day of \_\_\_\_\_  
SEPTEMBER, 1998.

  
RAYMOND NAVARRO, Subscriber

  
OFFICER CARLOS MENDEZ, Subscriber

  
WANDA GALARZA, Subscriber

)

**OFFICER CARLOS MENDEZ and WANDA GALARZA** personally known to me, who upon oath, acknowledged before me that he executed the foregoing **ARTICLES OF INCORPORATION of WYNWOOD KHOURY LEAGUE**, a Florida Corporation, freely and voluntarily, and for the purposes therein expressed.

SEPTEMBER, 1998.



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