

N9800000 5815

Simato Research
Requestor's Name

Address

City/State/Zip

Phone #

Office Use Only

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

1. Network of Indian Professionals -
(Corporation Name) (Document #)
2. South Florida Inc
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time _____
☐ Mail out ☐ Will wait ☐ Photocopy

☒ Certified Copy ☐ Certificate of Status

FILED
98 OCT 12 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

800002661568-4
-10/12/98-01067-024
*****78.75 *****78.75

RECEIVED
98 OCT 12 AM 11:31
DIVISION OF CORPORATION

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

T. SMITH OCT 12 1998

Examiner's Initials

ARTICLES OF INCORPORATION
of
NETWORK OF INDIAN PROFESSIONALS - SOUTH FLORIDA,
(a Florida Not For Profit Corporation)

FILED
98 OCT 12 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation not for profit pursuant to the Florida Not For Profit Corporation Act, set forth in Chapter 617 of the Florida Statutes, as amended, hereby adopts the following Articles of Incorporation for such corporation.

ARTICLE ONE
NAME AND ADDRESS

The name of the Corporation shall be: **NETWORK OF INDIAN PROFESSIONALS - SOUTH FLORIDA, INC.** (the "Corporation") and the principal address of the Corporation at the time of incorporation is: 2710 West Oakland Park Boulevard, Ft. Lauderdale, Florida 33311.

ARTICLE TWO
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation shall be at 777 Brickell Avenue, Suite 500, Miami, Florida 33131, and the Initial Registered Agent of the Corporation at that address to accept service of process within the State of Florida shall be: Rahul P. Ranadive.

The provisions of this Article Two as to the location of the initial registered office of the Corporation and the designation of the Registered Agent may be changed by the board of directors of the Corporation from time to time without necessity to amend these Articles of Incorporation, but only upon proper notification of same to the Secretary of State of the State of Florida.

ARTICLE THREE
TERM OF EXISTENCE

The Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation by the Department of State and shall exist perpetually thereafter unless sooner dissolved according to law or as provided herein.

ARTICLE FOUR
BASIS UNDER WHICH CORPORATION IS ORGANIZED

The Corporation is organized on a non-stock basis. The structure of the Corporation shall consist of the Board of Directors, officers and the general membership.

No officer, trustee, director, adviser, member, or private individual shall benefit from the Corporation's net earnings in the form of dividends and/or any other distribution. Payment for services rendered to, or reimbursement for reasonable expenses incurred on behalf of, the Corporation shall be allowed in the discretion of the Board of Directors of the Corporation.

The Corporation shall have all corporate powers provided by law and not prohibited by law except as stated herein. All corporate powers for the Corporation shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, its Board of Directors. All provisions of these Articles of Incorporation relating to the conduct of the affairs of the Corporation are expressly intended to be in furtherance of, and not in limitation or exclusion of, the powers conferred by statute.

ARTICLE FIVE BOARD OF DIRECTORS

The number, manner of election, duties and other matters relating to the Board of Directors of the Corporation shall be as provided in the Bylaws of the Corporation, together with any amendments thereto, as adopted by the Board of Directors from time to time.

There shall be five members of the initial Board of Directors of the Corporation. The Board of Directors may increase or diminish the number of directors, from time to time, to not less than five (5) nor more than nine (9).

The following persons shall serve the Corporation as directors until the first annual meeting of the members of the Corporation, or such other meeting called to elect directors:

- | | |
|---|---|
| (1) Rahul P. Ranadive
3046 Shipping Avenue
Miami, Florida 33133 | (2) Sattya Sukhu
2216 NW 8 Terr
Ft. Lauderdale, Florida 33311 |
| (3) Michael Campos
9851 NW 28 Ct
Coral Springs, Florida 33065 | (4) Kavita Kapur
16114 Opal Creek Drive
Ft. Lauderdale, Florida 33331 |
| (5) Anand Sukhu
8690 NW 24 Ct.
Sunrise, Florida 33322 | |

ARTICLE SIX MEMBERSHIP

Membership is open to those individuals who support and agree with the goals and objectives of the Corporation as set forth in Article Seven, and who have a professional or utilitarian interest in the objectives of the Corporation and who comply with all other provisions of the Bylaws of the Corporation.

To be eligible to become a member and to maintain membership in the Corporation, the following requirements shall apply to an applicant or member:

- A minimum of a Bachelors Degree or professional work experience or graduating college senior.
- A minimum age of twenty-one.
- Ability to pay the dues as established by the Corporation.

The Board of Directors may set additional conditions for membership in the Corporation from time to time as the Board of Directors may deem reasonable including membership fees, application requirements, and nominations.

ARTICLE SEVEN GENERAL AND SPECIFIC PURPOSES

The Corporation shall be organized to carry out any lawful purposes not prohibited by law and not for pecuniary profit. The Corporation is organized for charitable, educational, benevolent, civic, cultural, and professional purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (the "Code"), or the corresponding section of any future federal tax code.

The primary purpose of the Corporation is to become an influential organization of professionals of Indian descent or origin who seek to relieve the burden of government by promoting the professional, educational and cultural development of the community. Without in any way limiting the foregoing general purposes, the specific purposes and goals of the Corporation are:

1. To promote education, training, research, and professional development by providing a forum for the dissemination of information to foster and facilitate professional excellence in the workplace and the South Florida community;
2. To sponsor seminars, speaker forums and other educational events which further the professional development of its members and the South Florida community at large;

3. To relieve the burden of government by sponsoring and participating in activities to benefit persons in need in the Indian American community, and the South Florida community at large;
4. To sponsor events which educate Indian American professionals and members of the South Florida community at large about Indian culture;
5. To unify and promote the interests of Indian American professionals by increasing the awareness of Indian American professionals within the Indian American community and the South Florida community at large;
6. To foster the exchange of ideas and information among and between its members, other members of the Indian American community, and the South Florida community at large;
7. To construct, establish, furnish and adequately maintain facilities containing databases of Indian American professionals, professional opportunities, and other related information;
8. To establish magazines, newsletters, brochures, and other correspondence for the promotion of professional aspects of the Indian American community in South Florida; and
9. To organize professional interaction through seminars, meetings, functions and other events aimed at building networking and promoting fellowship among the members of the Corporation.

ARTICLE EIGHT LIMITATION OF CORPORATE ACTIVITIES

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or members, or other private persons, except that the Corporation shall be authorized and empowered to make payments and distributions in furtherance of the purposes set forth in these Articles, and no director or officer of the Corporation, or private person shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation.

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 by Section 501(h) of the Code, or the corresponding section of any future federal tax code), and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office. The Corporation shall not oppose any religion, religious, cultural or professional organization, nor work contrary to the interest(s) of any such organization or organizations.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax

under Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code, or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding section of any future federal tax code.

ARTICLE NINE DISSOLUTION

Any member of the Board of Directors may propose the dissolution of the Corporation. Any such dissolution must be ratified by a majority vote of the directors present at any regular meeting of the Board of Directors or at any special meeting of the Board of Directors called for such purpose.

Upon dissolution, termination, liquidation or winding up of the Corporation, the then current Board of Directors shall cause the Corporation to pay or make provision for the payment of all liabilities of the Corporation. Upon the dissolution, termination, liquidation or winding up of the Corporation, the remaining assets of the Corporation shall be distributed by the then current Board of Directors for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code, or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the County in which the principal office of the Corporation 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 TEN BYLAWS

Bylaws will be adopted at the first meeting of the Board of Directors. Such Bylaws may be adopted, amended, altered, or rescinded, in whole or in part, by a majority vote of the Board of Directors present at any regular meeting of the Board of Directors or at any special meeting of the Board of Directors called for such purpose.

ARTICLE ELEVEN AMENDMENTS TO ARTICLES

Amendments to these Articles of Incorporation may be proposed by any member of the Board of Directors and must be adopted by a majority vote of the directors present at any regular meeting of the Board of Directors or at any special meeting of the Board of Directors called for such purpose.

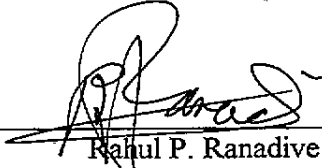
**ARTICLE TWELVE
INDEMNIFICATION**

The directors and officers of the Corporation shall be indemnified by the Corporation to the fullest extent permissible under the laws of the State of Florida and under the Code, or any future federal tax code.

**ARTICLE THIRTEEN
INCORPORATOR**

The name and address of the incorporator of the Corporation is: Rahul P. Ranadive, 777 Brickell Avenue, Suite 500, Miami, Florida 33131.

IN WITNESS WHEREOF, for the purposes of forming the Corporation under the Florida Not For Profit Corporation Act, I have subscribed my name to these Articles of Incorporation this 8 day of October, 1998.



Rahul P. Ranadive
Incorporator

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

Sworn to (or affirmed) and subscribed before me on October 8, 1998
by Rahol P. Bandoe

who is:

☒ Personally known to me, or

☐ Produced identification

Type of identification produced N/A

Maritza E. Perez
NOTARY PUBLIC - STATE OF FLORIDA



[Print, type, or stamp commissioned name of notary]

My commission expires:

**CERTIFICATE OF DESIGNATION
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with the provisions of Florida Statutes Section 617.0501, the Corporation, organized 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 and address of the Corporation is:

**Network of Indian Professionals - South Florida, Inc.
2710 West Oakland Park Boulevard
Ft. Lauderdale, Florida 33311**

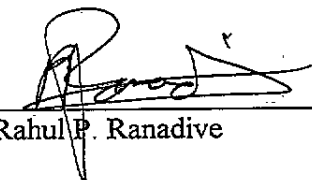
2. The name/address of the registered agent and office is:

**Rahul P. Ranadive
777 Brickell Avenue, Suite 500
Miami, Florida 33131**

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above Not For Profit 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 Florida 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.

Date: October 8, 1998

Name: 
Rahul P. Ranadive

FILED
98 OCT 12 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA