

N 98000007124

103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT:

CINDY HICKS

DATE:

12-17-98

REF. #:

0150

CORP. NAME:

Statewide Alliance for Ethical and  
Constitutional Court Watch Program, Inc

000002714340--3

-12/17/98--01029--014

\*\*\*\*\*70.00 \*\*\*\*\*70.00

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|---|---|--|
| <input checked="" type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT                        | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> CERT. OF AUTHORITY                   | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT                        | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION          | <input type="checkbox"/> UCC-1                  | <input type="checkbox"/> UCC-3                   |

STATE FEES PREPAID WITH CHECK# 3847 FOR \$ 70.00.

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

☐ CERTIFIED COPY

☐ CERTIFICATE OF STATUS

☒ PLAIN STAMPED COPY

Examiner's Initials

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98 DEC 17 PM 1:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DEC 17 1998

**ARTICLES OF INCORPORATION  
OF  
STATEWIDE ALLIANCE FOR ETHICAL AND  
CONSTITUTIONAL COURT WATCH PROGRAM, INC.  
(A Florida Corporation Not for Profit)**

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**ARTICLE I  
Name**

The name of this corporation is **STATEWIDE ALLIANCE FOR ETHICAL AND CONSTITUTIONAL COURT WATCH PROGRAM, INC.** (hereinafter called the "Corporation").

**ARTICLE II  
Principal Place of Business and Mailing Address**

The address of the principal office of the Corporation shall be 526 15<sup>TH</sup> Street, Apartment 14, Miami Beach, Florida 33139.

**ARTICLE III  
Purpose**

This is a Corporation not for profit which is organized exclusively to operate the Statewide Alliance for Ethical and Constitutional Watch Program, Inc., including the following:

1. To provide, on a nonprofit basis, support to its affiliated entities to improve the judicial system and make recommendations as to whether there exist patterns of discrimination against the elderly, or the disabled, or racial, or ethnic, or gender-bias against pro se litigants, or any other forms of illegal prejudice and unprofessional conduct within the court system of the State of Florida.

2. To act as an investigative agency for the Florida Bar and the Judicial Qualifications Commission and to report to the Florida Supreme Court and to the Florida Legislature regarding the source and number of public complaints monitored by court watchers, the number of documented problems resolved and the methods employed in their resolution.

3. To provide mechanics through which there is:

a) public participation in improving public access to courts and fair treatment of parties and persons appearing in court;

b) public monitoring of court proceedings to increase court personnel's awareness and sensibility towards discrimination and prejudicial acts; and

c) public appreciation and understanding of the court system.

4. To provide recommendations to improve the court system and the general welfare of the community in which the aforesaid Corporation and other related facilities of the Corporation are located, for the benefit and welfare of the community and not for the individual benefit of the members or directors of the Corporation;

5. To do all things which may be necessary to enable the Corporation to secure and retain tax exempt status as a nonprofit, charitable, religious, scientific and/or educational institution in accordance with applicable regulations of the Internal Revenue Service existing from time to time;

6. To engage in such pursuits as may be necessary and incidental, or which may aid and assist, in carrying out the objects and purposes for which the Corporation is formed; and

7. To engage in any lawful act or activity for which a not for profit corporation may be organized under the laws of the State of Florida.

#### **ARTICLE IV**

##### **Manner of Election of Directors**

The activities and affairs of the Corporation shall be managed by a Board of Directors (hereinafter called the "Directors" and collectively as the "Board"). The number and method of election of the Directors of the Corporation who shall serve following the terms of the initial Directors of the Corporation shall be as set forth in the Bylaws and appointed by Minutes, but in no case shall the number be less than three.

#### **ARTICLE V**

##### **Limitation of Corporate Powers**

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized; to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use and dispose of real or personal property in connection with the purposes of the Corporation; and to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a corporation not for profit as provided in Section 617.0302, Florida Statutes.

**ARTICLE VI**  
**Initial Registered Agent and Street Address**

The mailing address of the Corporation's initial registered agent is Sofia Solernou, 526 15<sup>th</sup> Street, Apartment 14, Miami Beach, County of Dade, State of Florida 33139 and the name of its initial registered agent at such office is Corporation Service Company.

**ARTICLE VII**  
**Incorporator**

The name and mailing address of the incorporator is:

Sofia Solernou  
526 15<sup>th</sup> Street  
Miami Beach, Florida 33139

(the "Incorporator"). The powers of the Incorporator are to terminate upon filing of the Articles of Incorporation. All necessary expenses incurred by the Incorporator in creating the Corporation shall be reimbursable by the Corporation to the Incorporator.

**ARTICLE VIII**  
**Governing Board**

Management of the Corporation shall be vested in the Corporation's Board of Directors, the members of which shall be not less than five (5). The number and method of election of the directors of the Corporation shall be as stated in the Bylaws. The following are names and addresses of persons who shall serve on the initial Board of Directors of the Corporation:

Sofia Solernou  
526 15<sup>th</sup> Street  
Miami Beach, Florida 33139

Margarita Mustelier  
9216 S.W. 147 Court  
Miami, Florida 33196

Judge Winifred Sharp  
Fifth DCA, 300 South Beach Boulevard  
Daytona Beach, Florida

Betty Morris  
Fifth DCA, 300 South Beach Boulevard  
Daytona Beach, Florida

Elodia Cruz  
3400 S.W. 105 Court  
Miami, FL 33165

In addition, the following persons shall also serve on the Board of Directors of the Corporation: a person designated by the President of the Senate; a person designated by the Speaker of the House of Representatives; a person designated by the Attorney General; a person designated by the Chief Justice of the Florida Supreme Court; and a local representative from the private sector of each county of the circuit in which the pilot program is established, to be designated by the chairperson of the respective county commission.

#### **ARTICLE IX**

##### **Membership**

The member shall be Sofia Solernou and any such other persons as the Board of Directors may appoint to membership in the Corporation. The requirements, qualifications, privileges and limitations attendant to membership in the Corporation shall be as set forth in the Corporation's Bylaws.

#### **ARTICLE X**

##### **Duration of Corporation**

The period of the duration of the Corporation is perpetual unless dissolved according to law.

#### **ARTICLE XI**

##### **Dissolution**

Upon the dissolution of the Corporation, assets shall be distributed by the Board of Directors for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, 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 public purpose. Any such assets not so disposed of shall be disposed of by a Florida 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 XII**  
**Charitable Restrictions and Limitations**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, 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 or engage in political activities of any kind, except as permitted by the provisions of Section 501(h) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code.

Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055, 2106(a)(2) and 2522 of the Internal Revenue Code of 1986, as amended, or corresponding sections of any future federal tax code.

In the event that the Corporation shall be considered to be a private foundation, as such term is defined in Section 509(a) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code, then in that event, the Corporation:

A. shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code; and

B. shall not (i) engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code; (ii) retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code; (iii) make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code; or (iv) make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code.

**ARTICLE XIII**  
**Bylaws**

The Bylaws may be amended or repealed, in whole or in part, only by a majority of all of the members at any duly organized meeting of the members. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation.

**ARTICLE XIV**  
**Amendment of Articles**

These Articles of Incorporation shall be amended and/or restated only by an action of a majority of the members of the Board of Directors of the Corporation.

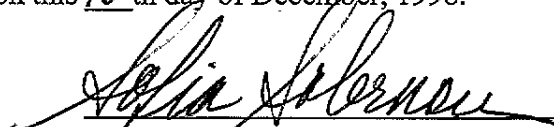
**ARTICLE XV**  
**Amendment of Bylaws**

The Bylaws may be amended, altered, or repealed and new Bylaws may be adopted only by the affirmative vote of a majority of the members of the Board of Directors of the Corporation. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation.

**ARTICLE XVI**  
**Liability of Directors**

Directors of the Corporation shall not be liable to the Corporation or its members for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a Director's duty of loyalty to the Corporation; (2) acts or omissions not in good faith or which involve intentional misconduct to a knowing violation of law; (3) a transaction from which the Director derived an improper personal benefit.

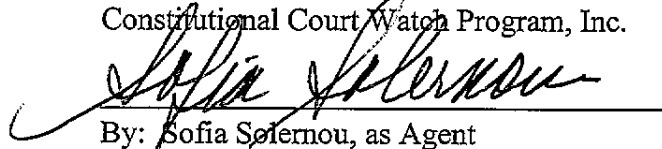
**I, THE UNDERSIGNED**, being the Incorporator hereinbefore named, for the purpose of forming a corporation not for profit pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, as amended, does make this certificate, hereby declaring and certifying that the facts herein stated are true on this 15 th day of December, 1998.

  
Sofia Solernou, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of STATEWIDE ALLIANCE FOR ETHICAL AND CONSTITUTIONAL COURT WATCH PROGRAM, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes § 617.0202.

Statewide Alliance for Ethical and  
Constitutional Court Watch Program, Inc.

A handwritten signature in dark ink, appearing to read 'Sofia Solemou', is written over a horizontal line.

By: Sofia Solemou, as Agent

Date: December 15, 1998

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TALLAHASSEE, FLORIDA