

N98000007237

HOLLAND & KNIGHT

Requestor's Name

315 SOUTH CALHOUN STREET

Address

Tallahassee, Florida 32301

City/State/Zip

Phone #

224-7000

Office U

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 DEC 23 PM 12:55

FILED

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

1. Centro Ashuriano de Tampa Building & Cultural
Trust Fund, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #) 700002720647-6
-12/23/98-01031-023
*****78.75 *****78.75

4. _____
(Corporation Name) (Document #)

☒ Walk-in

☒ Pick up time 2:00

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

| NEW FILINGS | |
|--------------------------|-------------------|
| <input 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 |

Articles of
Incorporation

| 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 |

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T. SMITH DEC 23 1998

**ARTICLES OF INCORPORATION
OF
CENTRO ASTURIANO DE TAMPA BUILDING & CULTURAL
TRUST FUND, INC.**

The undersigned incorporator of Centro Asturiano de Tampa Building & Cultural Trust Fund (the "Corporation"), for the purpose of forming a corporation under the Florida Not For Profit Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the Corporation is CENTRO ASTURIANO DE TAMPA BUILDING & CULTURAL TRUST FUND, INC.

**ARTICLE II
ADDRESS**

The street address of the initial principal office and the mailing address of this Corporation shall be:

1913 North Nebraska Avenue
Tampa, Florida 33602-2525

**ARTICLE III
DURATION AND COMMENCEMENT**

The Corporation shall have perpetual existence commencing with the filing of these Articles with the Secretary of State, State of Florida, unless sooner dissolved according to law.

**ARTICLE IV
PURPOSE**

This Corporation is organized exclusively for the charitable purpose of carrying on educational and cultural activities within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and not for profit pursuant to Chapter 617, Florida Statutes. The Corporation may engage in any activity permitted under the laws of the United States and the State of Florida to carry out its purposes.

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The activities of the Corporation shall be for the following purposes:

- 1) To restore historic landmarks;
- 2) To create a Spanish museum;
- 3) To create a Spanish library;
- 4) To assist in a philanthropic capacity with educational and artistic research endeavors; and
- 5) To solicit and receive grants and contributions and manage the amounts received for the purposes set forth herein.

ARTICLE V **MEMBERSHIP**

Section 1. Only those members of Centro Asturiano de Tampa, Inc., a corporation not for profit under the laws of the State of Florida, who are paid up members in good standing, may qualify as members.

Section 2. Admission to membership shall be upon acceptance of application therefor, in such form and under such regulations that may be prescribed by the Bylaws of this Corporation.

ARTICLE VI **LIMITATION**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, or officers except that the Corporation shall be authorized and empowered to pay a reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes of the Corporation. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided in Section 501(H) of the Internal revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue law), and the Corporation shall not participate in, or intervene in (including the publishing or distributions of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision in these Articles, the Corporation shall not 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 the corresponding provision of any future United States Revenue law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the corresponding provision of any future United States Internal Revenue law).

ARTICLE VII
DISSOLUTION

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, ask the circuit court of the county in which the principal office of the Corporation is then located, to dispose of the assets of the Corporation, by transferring such assets to an organization with a substantially similar purpose which is organized exclusively for charitable, education, religious, or scientific purposes, or to such organization or organizations that said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors consisting of not less than three (3) members to be known as directors. The number of directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). Each director shall be elected by a majority vote of the voting members of this Corporation at an annual meeting of the members. The initial Board of Directors shall consist of three (3) members. The name and address of each initial director are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------|--|
| Dolores Alonso | 1206 Magdalene Grove Tampa, Florida 33613 |
| Joesph Garcia | 101 East Kennedy Blvd., Suite 2560 Tampa, Florida 33602 |
| Braulio Lombardia | 1812 Isabel Street Tampa, Florida 33607 |

ARTICLE IX
BYLAWS

The members of the Board of Directors of the Corporation may provide such Bylaws for the conduct of the Corporation's business and the carrying out of its purposes as they deem necessary or desirable from time to time. Upon proper notice, the Bylaws may be amended, altered, or repealed by majority vote of those members of the Board of Directors present at any regular meeting or at any special meeting called for that purpose. The Board of Directors may not alter, amend or repeal any Bylaw

adopted by the voting members if the voting members specifically provide that such Bylaw is not subject to being altered, amended, or repealed by the directors.

ARTICLE X

AMENDMENT

The Articles of Incorporation of this Corporation may be amended by a majority vote of the voting members of the Corporation at any annual meeting or at any special meeting called for that purpose.

ARTICLE XI

RECORDS

The Board of Directors from time to time shall determine whether and to what extent, and what time and places, and under what conditions and regulations, the accounts and books of this Corporation, or any of them, shall be opened to the inspection of the members, and no member shall have the right to inspect any account or document of this Corporation except as conferred by a Statute, the Bylaws, or authorized by the Board of Directors or by a resolution of the members.

ARTICLE XII

NON-STOCK BASIS

The corporation is organized and shall be operated in a non-stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock or other certificates or writings evidencing any ownership or proprietary interest in the Corporation.

ARTICLE XIII

INITIAL REGISTERED OFFICE & AGENT

The name of the initial registered agent and the street address of the initial registered agent are:


Elvira Garcia
1913 N. Nebraska Avenue
Tampa, Florida 33602-2525

ARTICLE XIV
INCORPORATOR

The name and address of the Incorporator is:

Nimesh R. Patel, Esq.
400 North Ashley Drive, Suite 2300
Tampa, Florida 33602

The undersigned Incorporator, for the purpose of forming a corporation not for profit under the laws of the State of Florida, has executed these Articles of Incorporation this 22ND day of December, 1998.



Nimesh R. Patel

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091 and 607.325, Florida Statutes, the following is submitted:

That CENTRO ASTURIANO DE TAMPA BUILDING & CULTURAL TRUST
FUND, INC., desiring to organize under the laws of the State of Florida with its initial
registered office, as indicated in its Articles of Incorporation, at 1913 N. Nebraska
Avenue, Tampa, Florida 33602-2525, has named Elvira Garcia as its agent to accept
service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above,
at the place designated in this certificate, I agree to act in that capacity, to comply with
the provisions of the Florida Not For Profit Corporation Act, and am familiar with, and
accept, the obligation of that position.

Dated this 14 day of December, 1998.

Elvira Garcia

Elvira Garcia, Registered Agent