

# N990000000 58

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

500002729175-1  
-01/04/99--01084--014  
\*\*\*\*131.25 \*\*\*\*\*87.50

SUBJECT: THE CARIBBEAN AMERICAN ACTION COMMITTEE INC  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

WINSTON B. MOKEY  
Name (Printed or typed)

1413 NORTH PINE HILLS ROAD  
Address

ORLANDO FL 32704-745  
City, State & Zip

407-523-2500  
Daytime Telephone number

FILED  
99 JAN -4 PM 4:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

THE CARIBBEAN AMERICAN ACTION COMMITTEE, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE 1

The name of the corporation shall be: **The Caribbean American Action Committee, Inc.**, located at 1100 North Pine Hills Road, Orlando, Florida 32808-7125 (the "Corporation")

ARTICLE 2

The Corporation is organized pursuant to the Florida Corporations Not For Profit Law set forth in **Chapter 617** of the Florida Statutes as a not for profit corporation.

ARTICLE 3

The Corporation is organized exclusively for **charitable, religious, educational, and scientific purposes**, including, for such purposes, the making of distributions to organizations that qualify as exempt organization under **section 501 (c) (3)** of the Internal Revenue Code, or the corresponding section of any future federal tax code. To initiate, establish and promote civic, social and cultural programs and activities for the benefit of the residents of **Orange County** and in particular the interests of **Caribbean American** residents; to hold, organize and conduct meetings, discussions and forums to consider community opinions on relevant contemporary issues affecting the social and emotional well-being of all people; to disseminate information to any and all interested individuals and groups in all areas of public concern including, but not limited to, the availability of social services and support groups, co-sponsor and otherwise engage in concerted action with private and governmental agencies and organizations on social and other programs to benefit the community; to foster a spirit of friendship and benevolence among all people to inculcate civic consciousness by means of active participation in constructive projects which will improve said community.

In furtherance of its corporate purposes, the corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon not-for-profit corporations, including, but without limitation thereon, to receive gifts, devises, bequests and contributions in any form, and to use, apply, invest and reinvest the principal or income therefrom or distribute the same for the above purposes.

#### ARTICLE 4

No part of the net earnings or property of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, 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 Section 501 (c) (3) purposes. No substantial part of the activities of the corporation shall be carrying on 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 candidates for public office**. Notwithstanding any provision of 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, (or the corresponding section of any future federal tax code,) or (b) by a corporation, contributions to which are deductible under **Section 170 (c) (2)** of the Internal Revenue Code, (or the corresponding provision of any future of any future federal tax code.)

#### ARTICLE 5

Upon the dissolution of the corporation, 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 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 located, exclusively for the such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE 6

The members of this Corporation shall consist of persons as, from time to time hereafter, may become members, in the manner provided in the Bylaws. The members of this Corporation shall have no right, title, or interest whatsoever in its income, property, or assets, nor shall any portion of such income, property, or assets be distributed to any member on the dissolution or winding up of this Corporation. Members of this Corporation shall not be personally liable for the debts, liabilities, or obligations of the Corporation, and shall not be subject to any assessments.

## **ARTICLE 7**

The elected officers of this Corporation shall be:

<b>Barbara Ashley-Jones</b>	President
<b>Gail Booker</b>	Vice President
<b>Gloria Chandler</b>	Executive Secretary
<b>Gloria Chandler</b>	Recording Secretary
<b>Marcia Headley</b>	Treasurer
<b>Leroy Walwyn</b>	Financial Secretary
<b>John Munro</b>	Public Relations Officer
<b>Joan Durant-Bryant</b>	Business Manager
<b>Johnson Gilbert</b>	Sergeant of Arms

And such other officers as may be provided in the Bylaws, whose addresses shall be the same as the principal address of the Corporation.

The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

## **ARTICLE 8**

The number of directors of the Corporation shall be a minimum of three and a maximum of five, which number may increased or decreased from time to time, by amendment to, or in the manner provided in the Bylaws, but shall never be less than three

Members of the Board of Directors shall be **elected** and hold office in accordance with the Bylaws.

The names of the directors of the corporation shall be:

**Winston B. Moxey**

**John Munro**

**Desmond Duncan Jr.**

**Michael Jersam**

**Madanlall Persaud**

Whose addresses shall be the same as the principal address of the Corporation.

#### **ARTICLE 9**

This Corporation may adopt such Bylaws for the conduct of its business and the carrying out of its purposes as it deems necessary, provided the same shall not be inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Florida or the United States.

Upon proper notice, the Bylaws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at **any regular meeting** or any special meeting called for that purpose **provided, however**, any Bylaws so amended, altered or rescinded shall be effective subject to the following: (i) notification in writing to membership and no written objection is received by the President or any member of the Board of Directors within fifteen (15) calendar days from the date of notification sent to members (ii) if an objection is received as provided above, then the Bylaws shall not be effective until (a) such time as the general membership has been provided fifteen (15) days notice of the proposed changes and the members have voted by a majority of the members present on the proposed Bylaws at either a regular meeting or a special meeting called therefor.

#### **ARTICLE 10**

These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a majority vote of those present.

Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the Bylaws, of intention to submit such amendments.

#### **ARTICLE 11**

The annual meeting for the election of members of the Board of Directors shall be held as may be provided in the Bylaws.

The Corporation may provide in the bylaws for the holding of additional regular meetings and special meetings, and shall provide notice of all such meetings.

**ARTICLE 12**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

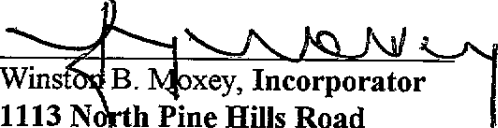
**ARTICLE 13**

The duration of this corporation is to be perpetual.

**ARTICLE 14**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

IN WITNESS WHEREOF, I have hereto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 30<sup>th</sup> day of December, 1998.

  
Winston B. Moxey, Incorporator  
1113 North Pine Hills Road  
Orlando, Florida 32808-7125

STATE OF FLORIDA  
COUNTY OF ORANGE

On this 30<sup>th</sup> day of December, 1998, before me personally came **Winston B. Moxey**, to me known and known to me to be the individual in and who executed the foregoing instrument and acknowledge to me that he executed the same.

  
Notary Public



Trevor Bailey  
Commission # CC 793492  
Expires NOV. 29, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.

**ARTICLE 15**

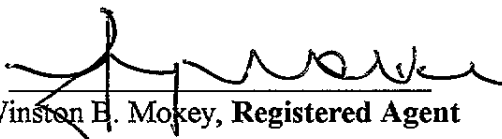
**REGISTERED AGENT CERTIFICATE**

In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said Statute:

That **The Caribbean American Action Committee, Inc.**, a not for profit Florida corporation, with its registered office, as indicated in the Article of Incorporation at the City of Orlando, County of Orange, State of Florida, has named **Winston B. Moxey**, of 1113 North Pine Hills Road, Orlando, Florida 32808-7125 as its registered agent to accept service of process and perform such duties as are required in the State.

**ACKNOWLEDGEMENT:**

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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Winston B. Moxey, Registered Agent

DATED: 12/30/98

FILED  
99 JAN -4 PM 4:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA