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January 26, 1999

State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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*****70.00 *****70.00

Re: Articles of Incorporation for
Spanish American Community Club Port St. Lucie Chapter, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation, together with this firm's trust account check in the amount of \$70.00 to cover the cost of filing the Articles. If you have any questions, please do not hesitate to call.

Sincerely,

Chary Lynn Harris

Chary Lynn Harris
Legal Assistant

clh
Enclosures

FILED
99 JAN 29 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK FEB 2 1999

ARTICLES OF INCORPORATION
OF
SPANISH AMERICAN COMMUNITY CLUB
PORT ST. LUCIE CHAPTER, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this corporation pursuant to Chapter 617 of the Florida Statutes, as amended, hereby forms a corporation not for pecuniary profit under the laws of the State of Florida and adopts the following Articles of incorporation for such corporation.

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be SPANISH AMERICAN COMMUNITY CLUB PORT ST. LUCIE CHAPTER, INC. and its initial principal office street address is 1426 S.E. Appamattox Terrace, Port St. Lucie, FL 34952.

ARTICLE II

DURATION

This corporation shall exist perpetually unless dissolved sooner according to law.

ARTICLE III

GENERAL AND SPECIFIC PURPOSES

Section 1. This corporation is organized and shall be operated exclusively for social and recreational purposes as will qualify it as an exempt organization under Section 501(c)(7) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), the making of distributions to organizations that qualify

as exempt organizations under Section 501(c)(7) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law). To the extent consistent with the preceding sentence and permissible under Florida Law, the primary objects and purposes of this corporation shall include but not be limited to pleasure, recreation, and social activities.

Section 2. In furtherance of the aforesaid objects and purposes and in order to provide funds therefore, the corporation shall be authorized to carry out any and all corporate powers which may now or hereafter be lawful under the laws of the State of Florida, to the extent applicable to a corporation not for pecuniary profit and not inconsistent with these Articles of Incorporation.

Section 3. Notwithstanding any other provision of these Articles of Incorporation:

(a) No part of the net earnings of the corporation shall inure in whole or in part to the benefit of, or be distributable to its members, directors, trustees, officers, or other private persons, except that this 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 this Article;

(b) No substantial part of the activities of the corporation shall be activities which influence legislation by propaganda or otherwise, and the corporation shall not directly or indirectly 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.

(c) The corporation shall at all times engage only in activities permitted to be carried

on (i) by a corporation exempt from Federal Income Tax under Section 501(c)(7) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (ii) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2) or 2522(a)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law);

(d) The corporation shall not own or hold more real property than is reasonably necessary to carry out the objects of the corporation;

(e) If the corporation is, or shall ever be, classified as a "private foundation", as defined in Section 509 (a) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law), it shall comply with the provisions of Section 617.0835, Florida Statutes, as amended, for so long as it remains a private foundation.

ARTICLE IV

DISTRIBUTION OF ASSETS

No officer, director, or private individual of this corporation shall possess any property right in or to the property or assets of this corporation. Upon dissolution of this corporation, whether voluntary or involuntary, and after the payment of all debts and obligations, all of the properties and assets of the corporation, which are not otherwise disposed of and not subject to any trust, shall be distributed, exclusively for the purposes of the corporation, to one or more Florida religious, educational or charitable organizations which at the time shall qualify as an exempt organization or organizations under Section 501(c)(7) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Law). Such organization or organizations may be selected by the Board of Directors. Any properties and

assets not so distributed shall be disposed of by a Court of competent jurisdiction in and for the County in which the principal office of the corporation is then located, exclusively for religious, educational or charitable purposes or to such organization or organizations, as said Courts shall determine, which are organized and operated exclusively for such purposes.

ARTICLE V

MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the By-Laws for this corporation.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

Section 1. The street address of this corporation's initial registered office is as follows:

1426 S.E. Appamattox Terrace, Port St. Lucie, FL 34952

Section 2. The initial registered agent of this corporation at the above address is Carmen Parrilla.

ARTICLE VII

DIRECTORS

Section 1. The Board of Directors shall be elected, appointed, and hold office in accordance with the By-Laws.

Section 2. The names and addresses of the initial members of the first Board of Directors who shall hold office, subject to the By-Laws and these Articles of Incorporation, or until their successors are duly elected and qualified, shall be:

1. Carmen Parrilla - 1426 S.E. Appamatox Terrace, Port St. Lucie, FL 34952
2. Maria De Jesus - 215 S.E. Voltaire Terrace, Port St. Lucie, FL 34983
3. Alfred Calderon, Jr. - 5031 N.W. Erksin Terrace, Port St. Lucie, FL 34983
4. Luis Rosa - 1426 S.E. Marisol Lane, Port St. Lucie, FL 34952
5. Margi Rivera - 1358 S.E. Vestridge Lane, Port St. Lucie, FL 34952
6. Cruz Gonzalez - 2351 S.E. Hurley Court, Port St. Lucie, FL 34952
7. Nestor Rios - 2612 S.E. Gowin Drive, Port St. Lucie, FL 34952
8. Antonio Sanchez - 1898 S.E. Hanby Avenue, Port St. Lucie, FL 34952
9. Rafael Cases - 2015 Morningside Boulevard, Port St. Lucie, FL 34952
10. Basilia Robinson - 2550 S.E. Richmond Street, Port St. Lucie, FL 34952
11. Alfredo Ortiz - 1173 S.E. Broadview Street, Port St. Lucie, FL 34983

Section 3. Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation and the By-Laws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator is:

Name

Street Address

Edward W. Becht, Esq.

321 South Second Street
Fort Pierce, FL 34950

ARTICLE IX
PRIVATE PROPERTY EXEMPT

The private property of directors, officers, committee members, employees, and any other members of this corporation shall be forever exempt from all corporate debts and obligations.

ARTICLE X
AMENDMENT OF ARTICLES

Section 1. These Articles of Incorporation may be amended, altered or repealed by a resolution adopted by the Board of Directors and presented to a quorum of membership for their vote in the manner set forth in the By-Laws of this corporation, provided that in no event shall Section 3 of Article III, nor Article IV, hereof, be altered or amended in any manner whatsoever.

Section 2. Notice of any proposed amendment or amendments shall be given by written notice to the Directors at least ten (10) days prior to said meeting.

ARTICLE XI
AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the

Corporation Not for Profit of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the By-Laws.

ARTICLE XII

DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious, educational and charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

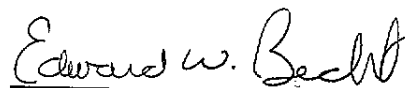
ARTICLE XIII

INDEMNITY OF DIRECTORS AND OFFICERS

This corporation shall indemnify any and all of the directors or former directors of the corporation, their personal representatives and heirs, and the Board of Directors may in its sole discretion determine to indemnify any and all of the officers and employees, or former officers and employees, of the corporation, their personal representatives and heirs, against expenses incurred by them or judgments or penalties rendered or levied against any such person, in a legal action of any type brought against any such person for acts or omissions alleged to have been committed by any such person while acting within the scope of his employment as officer, director, or employee of this corporation; provided, that in all cases the Board of Directors shall determine in good faith that such person did not act, fail or refuse to act willfully or with gross negligence or with fraudulent criminal intent with regard to the matter involved in the action.

If a person is both a director and an officer, but not an officer alone, then he shall be entitled to indemnity only if the Board of Directors shall so determine. The term "expenses" as used herein include all obligations incurred by such person for the payment of, without limitation, legal fees and amounts paid in settlement of any such action. A judgment or conviction (whether based on a guilty or nolo contendere or its equivalent) shall not be conclusive as to whether the person against whom judgment is rendered did not act or failed to act, or refused to act, willfully or with gross negligence, or with fraudulent or criminal intent with regard to the matter involved in the action. Any determination with respect to indemnity shall be by resolution adopted by a majority of the Board of Directors, excluding from such majority any directors who have incurred expenses, judgments or penalties in connection with such action. The right of indemnification as provided in these Articles shall not be exclusive of any other right which such directors, officers and employees of the corporation, and the other persons above mentioned, may have or hereafter acquire. A member of any committee appointed by the Board of Directors shall have the same right of indemnification as a director with respect to alleged acts or omissions by him as a member of such committee.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this the 25th day of January, A.D., 1999.



Edward W. Becht, Esquire

STATE OF FLORIDA

COUNTY OF ST. LUCIE

I HEREBY CERTIFY that before me, the undersigned authority, this day personally appeared EDWARD W. BECHT, ESQUIRE, who is known to me to be the person described in and who subscribed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same.

The foregoing instrument was acknowledged before me this 25th day of January, 1999 by EDWARD W. BECHT, ESQUIRE, who is personally known to me or who has produced _____ as identification and who did (did not) take an oath.

Chary Lynn Harris

Printed: Chary Lynn Harris

Notary Public

My Commission expires:



Chary Lynn Harris

My Commission CC665168

Expires July 20, 2001

ACKNOWLEDGMENT:

Having been named as registered agent for the above named corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent.

Carmen E. Parrilla

Print: Carmen Parrilla

Dated: January 25, 1999

FILED
99 JAN 29 PM 2: 26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA