

# N99000000966

## TRANSMITTAL LETTER

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

700002773847--8  
-02/12/99-01053-014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**SUBJECT:** Miami Chapter - U.S. Naval Academy Alumni Association, 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 of  
Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Gordon J. Evans  
Name (Printed or typed)

230 Catalonia Avenue  
Address

Miami, Florida 33134  
City, State & Zip

(305) 445-2682  
Daytime Telephone number

**FILED**  
99 FEB 12 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

T.A. - 2/16/99

# ARTICLES OF INCORPORATION

OF

MIAMI CHAPTER - U.S. NAVAL ACADEMY ALUMNI ASSOCIATION, INC.

The undersigned subscribers of these Articles of Incorporation, Natural persons, competent to contract, hereby present these Articles for the formation of a not for profit corporation under the provisions of Chapter 617 Florida Statutes.

## ARTICLE I

### NAME

The name of the Corporation is: Miami Chapter - U.S. Naval Academy Alumni Association, Inc.

## ARTICLE II

### TERM OF EXISTENCE

The term of the corporation is unlimited and perpetual unless sooner dissolved according to Law. In the event of dissolution, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation to the Naval Academy Alumni Association in Annapolis, Maryland, or to any chapter of the Alumni Association as voted on by a majority of the then existing Board of Directors and which shall at the time qualify as an exempt organization or organizations under and within the meaning of §501(c)(3) of the Internal Revenue Code as the Board of Directors shall determine.

## ARTICLE III

### PURPOSE

1. The purposes for which the Corporation is organized is:
  - (A) To provide an organization through which members foster and advance the principles and welfare of the U.S. Naval Academy and the U.S. Naval Academy Alumni Association while developing friendships, associations, and relationships, amongst themselves and other in the community, in the process.

2. The corporation shall be empowered to receive and administer funds for the aforesaid purpose or purposes and for no other purpose, and to that end, to take and hold by contract, agreement, devise, bequest, gift, purchase, lease, either absolutely or in trust, for such objects and without limitations as to the amount or value, except such limitations, if any, as may

FILED  
99 FEB 12 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

be imposed by law; to sell, convey and dispose of any such property, and to deal with such property for any of the aforementioned purposes, without limitation, except such limitation, if any, as may be contained in the instrument under which such property is received; and to exercise any, all and every power to do all lawful acts necessary or desirable to carry out its purposes consistent with the provisions of the Florida Not for Profit Corporation Act, and said §501(c)(3), but not any other power.

3. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, 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 this Article III. 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 any candidate for public office.

4. Notwithstanding any of the provisions of these Articles of Incorporation, this corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under §501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue law).

5. The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Not For Profit Corporation Act, Chapter 617 Florida Statutes.

6. The foregoing paragraphs shall be construed as enumerating both objects and purposes of this corporation, and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not limit or restrict in any manner the purposes of this corporation otherwise permitted by law and not precluded by Chapter 617 Florida Statutes.

#### **ARTICLE IV**

##### **PRINCIPAL OFFICE AND ADDRESS**

The initial Post Office address of the principal office of the corporation in the State of Florida is:

1172 South Dixie Highway  
Suite 505  
Coral Gables, Florida 33146-2918

The Board of Directors may, from time to time, move the principal office to any other address in Florida..

**ARTICLE V**

**CLASSES OF MEMBERS**

The membership of the Corporation shall be divided into classes as provided in the By-Laws.

**ARTICLE VI**

**INCORPORATORS**

The name and address of the incorporators are as follows:

<u>Name</u>	<u>Address</u>
Neil C. Sapp	7201 S.W. 47 <sup>th</sup> Court Miami, Florida 33143
Frank C. Martin	P.O. Box 56-2018 Pinecrest, Florida 33256
Kathleen T. Jabs	11307 N.W. 58 <sup>th</sup> Terrace Miami, Florida 33178
Angus M. Laney	671 Falcon Avenue Miami Springs, Florida 33166

**ARTICLE VII**

**DIRECTORS**

1. The initial Board of Directors, who shall serve without compensation, and shall be elected as provided in the By-Laws, shall consist of four (4) directors and the names of the initial Board of Directors of the corporation chosen for the first year and until their respective successors are elected and qualified are as follows:

<u>Name</u>	<u>Address</u>
Neil C. Sapp	7201 S.W. 47 <sup>th</sup> Court Miami, Florida 33143

Frank C. Martin

P.O. Box 56-2018  
Pinecrest, Florida 33256

Kathleen T. Jabs

11307 N.W. 58<sup>th</sup> Terrace  
Miami, Florida 33178

Angus M. Laney

671 Falcon Avenue  
Miami Springs, Florida 33166

2. A director may be removed from office in accordance with the provisions of the By-Laws.

### ARTICLE VIII

#### AMENDMENT

The Article of Incorporation may be amended in any manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the members, and approved at a members meeting by a majority of the members then present and voting.

### ARTICLE IX

#### REGISTERED AGENT

The name and address of the initial registered agent of this corporation is:

Gordon J. Evans, Esquire  
230 Catalonia Avenue  
Coral Gables, Florida 33134

IN WITNESS WHEREOF, I, the Subscriber, and incorporator, have executed these ARTICLES OF INCORPORATION this 1<sup>ST</sup> day of FEBRUARY, 1999.

By: 

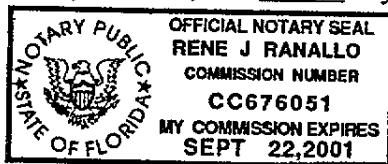
NEIL C. SAPP

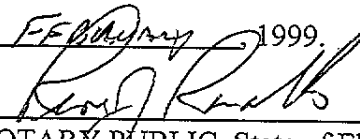
Incorporator/Director

STATE OF FLORIDA       )  
                                      )ss  
COUNTY OF DADE       )

BEFORE ME, the undersigned authority, personally appeared NEIL C. SAPP, to me well known and known to me to be the individual described in, and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF. I have hereunto affixed my hand and official seal at Miami, Miami-Dade County, Florida, this 1<sup>st</sup> day of FEBRUARY, 1999.

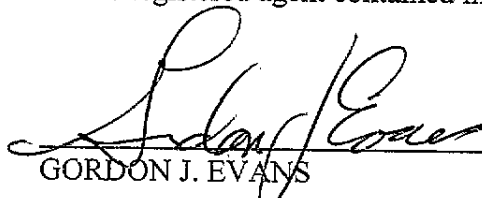


  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
At Large

My Commission Expires:

ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.

  
\_\_\_\_\_  
GORDON J. EVANS

**FILED**  
99 FEB 12 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA