

# N99000001557

## TRANSMITTAL LETTER

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

400002797454--8  
-03/08/99-01090-006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: SOUTH WEST SOCIAL CLUB INCORPORATION  
(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: ROBERT O. HINDS  
Name (Printed or typed)

10365 SW 152<sup>ND</sup> TERRACE  
Address

MIAMI, FLORIDA 33157-1469  
City, State & Zip

205 - 255 - 7403  
Daytime Telephone number

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

FILED  
99 MAR -8 PM 2:24  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

SD  
3/12

ARTICLE 1  
NAME OF THE CORPORATION

The name of the corporation shall be **SOUTHWEST SOCIAL CLUB, INC.** 11450 S.W. 196th Terrace, Miami, FL 33157

ARTICLE 11  
TERM OF EXISTENCE

The term of existence of this cooperation shall be perpetual.

ARTICLE 111  
PURPOSES AND OBJECTIVES

The purposed and objectives of the corporation shall be:

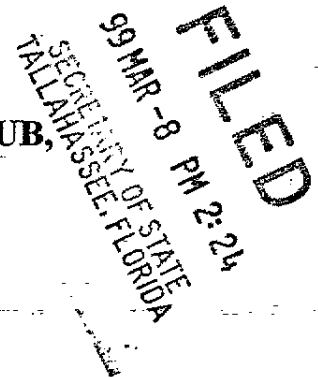
To promote fellowship among people from all Countries.

ARTICLE 1V  
NON-PROFIT PURPOSED AND POWERS

1. The corporation shall be organized and operated exclusively for charitable, scientific and educational purposed within the meaning of Section 501 of the U. S. Internal Revenue Code of 1954, as subsequently amended. The powers of the corporation shall be limited to only those powers permitted to be carried on by a corporation exempt from federal income tax under the appropriate section of the Internal Revenue Code of 1954, as subsequently amended.

2. No part of the income of the corporation shall be distributed to the members, directors or officers. However, nothing shall prevent a member, directors or officers being paid a fair compensation for services rendered as an employee of the corporation or as a contracting party, if not in conflict with the policies regarding conflicts of interest and requirements of the Internal Revenue Code, Section 501.

3. In the event that the corporation shall be dissolved, voluntarily or involuntarily, the Board of Directors, after provding for the outstanding debts and obligations of the corporation shall distribute the remaining assets



of the corporation to one or more charitable organizations designated by the Board of Directors which are, or may become, engaged in activities which in the judgment of the Board are, or will be similar to the purposes of this corporation and also qualified as a tax exempt corporation under Internal Revenue Code section 501(c) (3). In no event shall any of the corporation's assets be distributed to any present or former member of the corporation.

## ARTICLE V MEMBERSHIP

1. Membership in the corporation shall be by nominating to membership by a nominating committee.
2. The specific requirements for nomination, the nominating procedure and constituency of the nominating committee shall be in accord with the requirements of the By-Laws. The By-Laws may limit the size of the membership and provide such criteria for membership as it deems necessary and advisable.

## ARTICLE VI BOARD OF DIRECTORS

1. The corporation shall be managed by a Board of Directors who shall determine policy which may be administered by a chief executive officer employed by the Board of Directors. There shall be an executive committee which shall be constituted and have such powers as provided in the By-Laws.
2. The Board of Directors shall be composed of not less than three (3) nor more than fifteen (15) persons. Members of the Board of Directors shall be members of the corporation.
3. The term of each member of the Board of Directors shall be one year. The By-Laws may set other requirements and restrictions.
4. The initial Board of Directors, who shall serve for one year or until their successors are elected are:

Rupert Skeene	Robert Hinds	Oxley Quammie
Sandra Skeene	Walter Kennedy	Clarence Evans
Gilbert Groves	Peter Prospere	Elaine Groves

ARTICLE V11  
OFFICERS

1. There shall be the following officers of the Corporation: President, Vice-President, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer, and such other officers as may be required by the By-Laws of the Corporation.

2. The initial officers, who shall serve for one year after incorporation are:

President:	Rupert Skeene
Vice President:	Walter Kennedy
Secretary:	Sandra Skeene
Treasurer:	Robert Hinds
Assistant Secretary:	Gilbert Grovers
Assistant Treassurer:	Peter Prospere

ARTICLE V111  
BY-LAWS

1. The By-Laws of the corporation shall be adopted by the Board of Directors.

2. The By-Laws may be altered, amended or repealed and new By-Laws be adopted by a majority of the Board of Directors of the corporation at any regularly convened or special meeting thereof.

ARTICLE 1X  
AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by a majority vote of the Board of Directors present at a regular or special meeting of the Board of Directors provided a quorum is present and the specific proposed Amendment has been mailed to each member of the corporation at least two weeks prior to the regular or special meeting and a notice of the meeting is similarly provided. The Amendment shall be effective upon acceptance by the Secretary of State.

ARTICLE X  
BEGINNING OF CORPORATE EXISTENCE

The corporate existence shall begin upon acceptance and approval of these Articles of incorporation by the Department of State.

ARTICLE X1  
REGISTERED AGENT AND OFFICE

Until provided otherwise by the Board of Directors the registered agent and registered office shall be:

Jennifer Hinds, 10365 SW 152<sup>nd</sup> Terrace, Miami, FL 33157.

ARTICLE X11  
SUBSCRIBERS

The subscribers to this Article of Incorporation and their addresses are:

Peter Prospere, 10392 SW 152<sup>nd</sup> Terrace, Miami, FL 33157  
Robert Hinds, 10365 SW 152<sup>nd</sup> Terrace, Miami, FL 33157

ARTICLE X111  
INDEMNIFICATION

The By-Laws may provide for indemnification of the Board of Directors, officers and employees of the Corporation.

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

Jennifer M Hinds  
Jennifer Hinds, ESQ., Registered Agent

IN WITNESS WHEREOF, we have hereunto made, subscribed and acknowledged these Articles of Incorporation.

Peter Prospero  
Peter Prospero  
Robert Hinds  
Robert Hinds

STATE OF FLORIDA  
COUNTY OF MIAMI DADE

I hereby certify that on this day personally appeared JENNIFER M. HINDS & PETER PROSPERO, to me well known to be the same described in and who executed these Articles of Incorporation, and acknowledged the Articles to be the act and deed of the subscribers and that the facts therein are true.

WITNESS my hand and official seal at Miami Dade, Florida, this 20<sup>th</sup> day of FEBRUARY, 1999.

My Commission Expire:

Angus Prince

