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-08/20/99--01066--014

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OFFICE USE ONLY

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

1. FLORIDA ORACLE APPLICATIONS USER
(Corporation Name) (Document #)

2. GROUP, INC.
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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EFFECTIVE DATE
8/13/99

99 AUG 20 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

NEW FILINGS	
<input checked="" 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

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED

399A-42049

Examiner's Initials

**ARTICLES OF INCORPORATION OF
FLORIDA ORACLE APPLICATIONS USER GROUP, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

**Article 1
NAME**

EFFECTIVE DATE
8-13-99

The name of the Corporation is: Florida Oracle Applications User Group, Inc.

**Article 2
NOT FOR PROFIT**

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

**Article 3
DURATION**

The duration (term) of the Corporation is perpetual.

**Article 4
PURPOSE**

The Corporation is organized, and shall be operated exclusively for, the following purposes:

A. The Florida Oracle Applications User Group, Inc. (FOAUG) is a local geographic user group, dedicated to increasing our members' knowledge and understanding of Oracle's Enterprise Resource Planning (ERP) products, Oracle Application™. The organization provides a forum for sharing information and experience regarding the selection, implementation and effective use of Oracle Applications. The group focuses on providing its members with education and

information regarding the Applications, and to communicate back to Oracle our members wishes for future product developments.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

C. To do such other things as are incidental to the purpose of the Corporation or necessary or desirable in order to accomplish them.

Article 5 LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Trustees or Officers, but 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 Article 4 (Purpose) hereof.

Article 6 MEMBERS

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

Name	Address
Eric Barberio	1601 SW 80 Terrace, Plantation, FL 33318
Hector Luciano	8350 NW 52nd Terrace, Suite 205, Miami, FL 33166
Steven Harvey	8350 NW 52nd Terrace, Suite 205, Miami, FL 33166
Jennifer Barry	1045 East Atlantic Ave., Suite 214, Delray Beach, FL 33483
Milley Burden	2725 Scherer Drive, St. Petersburg, FL 33716

Article 7 INITIAL REGISTERED OFFICE AND AGENT

/PRINCIPAL
/Principal

The street address of the initial Registered Office of the Corporation is , 8350 NW 52nd Terrace, Suite 205, Miami, FL 33166, and the name of its initial Registered Agent at that address is Steven Harvey.

Article 8 INITIAL BOARD OF TRUSTEES

The management of the Corporation shall be vested in a Board of Trustees. The number of Trustees constituting the initial Board of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Trustees annually. The Bylaws may provide for *ex officio* and honorary Trustees, and their rights and privileges. The name and address of each initial Trustee of the Corporation is as follows:

Name	Address
Eric Barberio	1601 SW 80 Terrace, Plantation, FL 33318
Hector Luciano	8350 NW 52nd Terrace, Suite 205, Miami, FL 33166
Steven Harvey	8350 NW 52nd Terrace, Suite 205, Miami, FL 33166
Jennifer Barry	1045 East Atlantic Ave., Suite 214, Delray Beach, FL 33483
Milley Burden	2725 Scherer Drive, St. Petersburg, FL 33716

Article 9 OFFICERS

The Officers of the Corporation shall consist of a President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Trustees (and may be removed by the Board of Trustees) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Name	Address	Title
Eric Barberio	1601 SW 80 Terrace, Plantation, FL 33318	President
Hector Luciano	8350 NW 52nd Terrace, Suite 205, Miami, FL 33166	Vice-President
Steven Harvey	8350 NW 52nd Terrace, Suite 205, Miami, FL 33166	2nd V-President
Jennifer Barry	1045 East Atlantic Ave., Suite 214, Delray Beach, FL 33483	Treasurer
Milley Burden	2725 Scherer Drive, St. Petersburg, FL 33716	Secretary

Article 10 INCORPORATORS

The name and address of each Incorporator is as follows:

Name	Address
Steven Harvey	8350 NW 52nd Terrace, Suite 205, Miami, FL 33166

Article 11 BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees, and may be altered, amended or rescinded by the Board of Trustees.

Article 12 AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

Article 13 INDEMNIFICATION

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the full extent permitted by the laws of the State of Florida.

Article 14 LAWS

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Trustees, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Voting Members.

Article 15
COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

Article 16
NONSTOCK BASIS

This Corporation is organized on a nonstock basis. The Corporation shall not issue shares of stock.

In Witness Whereof, the undersigned have signed these Articles of Incorporation on this 13 day of August, 1999.



STEVEN HARVEY

Incorporator/Registered Agent

"Hereby accept the duties and responsibilities as Registered Agent."

State of Florida }
County of Miami-Dade }

Before Me personally appeared Steven Harvey, to me well known and known to me to be the persons described in and who executed the foregoing instrument, and severally acknowledged to and before me that they executed said instrument for the purposes therein expressed.

Witness my hand and official seal this 13 day of August, 1999,
in the aforesaid County and State.

My Commission Expires:



"OFFICIAL SEAL"
Carol Tetlow
My Commission Expires 10/8/99
Commission #CC 499831



Notary Public-State of Florida

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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