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**FLORIDA NON-PROFIT CORPORATION**

**UNIQUE COALITION OF MINORITY BUSINESSES OF SOUTH DAD**

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 6, 2000

A. BERNARD BOOKKEEPING

SUBJECT: UNIQUE COALITION OF MINORITY BUSINESSES OF SOUTH DADE, INC.  
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**ARTICLES OF INCORPORATION**  
**OF**  
**UNIQUE COALITION OF MINORITY BUSINESSES OF SOUTH DADE, INC**

We, the undersigned, desiring to form a non profit corporation pursuant to Chapter 617 of the Florida Statutes, do hereby make, subscribe and acknowledge these Articles of Incorporation, as follows:

**ARTICLE I**

The name of the corporation shall be UNIQUE COALITION OF MINORITY BUSINESSES OF SOUTH DADE, INC.

**ARTICLE II**  
**PRINCIPAL OFFICE & LOCATION**

17510 South Dixie Highway  
MIAMI, FL. 33157

The principal office of the corporation is to be located in Miami, Florida in Miami-Dade County. The principal agent is Jacques R. Laroche, Chairman

**ARTICLE III**  
**PURPOSE AND MISSION**

The purpose for which the corporation is formed are for charitable purposes within the meaning of Section 501 ©(3) of the Internal Revenue Code. The corporation is a membership organization, and will promote, support, and provide technical assistance for the growth and development of minority businesses, churches, and training and internships opportunities for youths. Membership benefits include collaborative banking relationships, advocacy, networking opportunities, workshop and seminars, referrals, discounted advertising, free membership directory, quarterly newsletter, and scholarships for college-bound youths.

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**ARTICLE IV**  
**GOVERNANCE**

A volunteer Board of Directors shall govern the policies and activities of the corporation. The Directors shall be elected in such a manner as set forth in the By-Laws of the corporation. The names and addresses of the initial Board of Directors of the corporation until the first election are as follows:

- Jacques R. Laroche, Chairman, 17510 South Dixie Highway Miami, FL 33157
- Rev. Ted Greer, Jr., Vice Chair, 9771 S. W. 216<sup>th</sup> Terrace Miami, Florida 33190
- Anthony Bernard, Treasurer, 9032 S.W. 152<sup>nd</sup> Street Miami, Florida 33157
- Lillian Gonzalez-Headley, Secretary, 16155 S.W. 117<sup>th</sup> Ave. #B-3 Miami, FL 33177

**ARTICLE V**  
**OFFICERS**

A Board Chairperson, Vice Chairperson, Treasurer, and Secretary shall govern the corporation. A President & CEO will be hired to manage the implementation of the directives set forth by the Board of Directors. The officers of the corporation will be elected by the Board of Directors at least annually or at such times as may be determined by the Board of Directors and the By-Laws of the corporation. The officers who shall serve until the first election are as follows:

- Jacques R. Laroche, Chairman
- Rev. Ted Greer, Jr., Vice Chair
- Anthony Bernard, Treasurer
- Lillian Headley, Secretary

**ARTICLE VI**  
**AMENDMENTS**

These Articles of Incorporation and the By-Laws of the corporation may be amended any time by not less than two-thirds of the entire Board of Directors. Such amendments to these Articles of Incorporation or the By-Laws of the corporation may be proposed by any officer or any Board member of the corporation.

**ARTICLE VII**  
**PROHIBITIONS**

Nothing herein shall authorize the corporation, directly or indirectly, to engage in or include among its purposes or activities any purpose or activity prohibited under Chapter 617 of the Florida Statutes or contrary to the provisions of Section 501 ©(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

**ARTICLE VIII**  
**PROHIBITIONS AND CONFLICT OF INTEREST**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be the 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 candidate for public office.

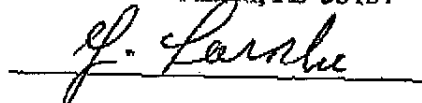
Notwithstanding, any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code, or (b) the corresponding section of any future federal tax code.

**ARTICLE IX**  
**DISSOLUTION**

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 © (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of Miami-Dade County, exclusively for such purposes or to such organization(s), as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE X**  
**THE NAME AND ADDRESS OF THE SUBSCRIBER**  
**TO THESE ARTICLES OF INCORPORATION**

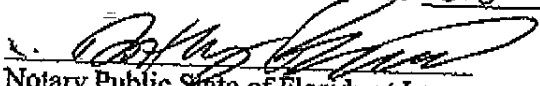
Jacques R. Laroche, 17510 South Dixie HWY. Miami, FL 33157



STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE )

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County above named to take acknowledgements, personally appeared Jacques R. Laroche to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my official seal in the County and State aforesaid this 28 day of June, 2000

  
Notary Public State of Florida at Large  
Seal



Anthony Bernard  
MY COMMISSION # CC878985 EXPIRES  
December 4, 2003  
BONDED THRU TROY FAIN INSURANCE INC.

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**CERTIFICATE OF REGISTERED AGENT  
OF  
UNIQUE COALITION OF MINORITY BUSINESSES OF SOUTH DADE, INC.**

Pursuant to Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act.

That UNIQUE COALITION OF MINORITY BUSINESSES OF SOUTH DADE, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, designates Jacques R. Laroche, whose address is 17510 South Dixie HWY. Miami, Florida 33157, as its registered agent to accept service of process within this State.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
Jacques Laroche, Registered Agent

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