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Division of Corporations

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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850)385-6735
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FLORIDA NON-PROFIT CORPORATION

THE CORAL GABLES MUSEUM, CORP.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
THE CORAL GABLES MUSEUM, CORP.
A FLORIDA CORPORATION NOT-FOR-PROFIT**

ARTICLE I - NAME

The name of the corporation shall be:

The Coral Gables Museum, Corp., a corporation not for profit.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

285 Aragon Avenue
Coral Gables, FL 33134

ARTICLE III - PURPOSE(S)

The specific purpose(s) for which the corporation is organized is(are):

For General Museum purposes.

ARTICLE IV - QUALIFICATIONS OF MEMBERS

The qualifications for membership will be determined in the By-Laws.

ARTICLE V - MANNER OF ELECTION OF DIRECTORS

The Board of Directors shall be elected by a nominating Committee and as determined by the By-Laws.

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

F. W. Zeke Guilford
GUILFORD ASSOCIATES, PA
2222 Ponce de Leon Blvd.
Coral Gables, FL 33134

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

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F. W. Zeke Guilford
GUILFORD ASSOCIATES, PA
2222 Ponce de Leon Blvd.
Coral Gables, FL 33134

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have seven (7) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws but in no event shall be less than seven (7). The names and addresses of the initial Board of Directors of the corporation are:

1. James Beauchamp
3916 Granada Blvd.
Coral Gables, FL 33134
2. Jose Calvo, II
1571 Stillwater
Miami Beach, FL 33134
3. Shelley Daniel
3720 Granada Blvd.
Coral Gables, FL 33134
4. Mark Grossman
5201 Blue Lagoon Drive
Miami, FL 33126
5. George Kakouris
1325 Campo Sano Avenue
Coral Gables, FL 33134
6. Joe Matthews
255 Aragon Avenue
Coral Gables, FL 33134
7. F. W. Zeke Guilford
2222 Ponce de Leon Blvd.
Coral Gables, FL 33134

ARTICLE IX - OFFICERS

The legal affairs of the corporation shall be managed by the officers who shall be elected at the annual meeting each year to serve for the ensuing year. The officers of the corporation shall serve until their respective successors in office shall be elected and duly qualified.

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ARTICLE X - REVENUE

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 thereof. The corporation shall not in any way, directly or indirectly, carry on propaganda or otherwise attempt to influence legislation, or participate or intervene in any political campaign on behalf of any candidate for public office, by publishing or distributing statements or otherwise. Notwithstanding any other provisions 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 1954 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law).

ARTICLE XI - DISSOLUTION

Upon the dissolution of the corporation, 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 liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: SEPT 15, 2003By: 
Incorporator

(An additional article must be added if an effective date is required.)

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature/Registered Agent

SEPTEMBER 15, 2003
Date

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