

N18000008243

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

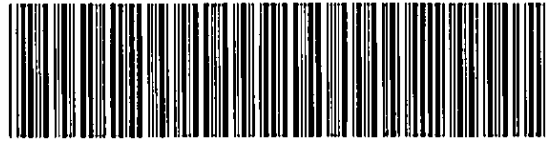
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



200316276392

07/30/18--01032--003 \*\*70.00

18 JUL 30 AM 11: 22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED



D O'KEEFE

JUL 31 2018

**ARTICLES OF INCORPORATION OF  
ASSAULT BRIGADE 2506 MUSEUM HIALEAH GARDENS, INC.  
A FLORIDA NOT-FOR-PROFIT CORPORATION**

The undersigned hereby subscribes these Articles of Incorporation for the purpose of organizing a not-for-profit corporation, under the laws of the State of Florida.

**I.  
Name**

The name of the Corporation is Assault Brigade 2506 Museum Hialeah Gardens, Inc. (the "Corporation").

**II.  
Address**

The mailing and street address of the Corporation shall be:

13651 Northwest 107th Avenue  
Hialeah Gardens, Florida 33018

**III.  
PURPOSE**

To the extent permitted by Code Section 501(c)(3), the Corporation is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literary or educational purposes, or to foster national or international amateur sports competitions, or for the prevention of cruelty to children or animals. All references to "Code" are to the Internal Revenue Code of 1986, as amended, or to the corresponding provisions of future federal tax legislation.

**IV.  
Membership**

All persons interested in the purposes of the Corporation are eligible for membership in the Corporation, if they are capable of contributing to the achievement of those purposes and the effective operation of the Corporation, and if they comply with the requirements established from time to time in the Bylaws. Members shall have no voting rights or other rights, except as provided in the Bylaws.

**V.  
Registered Agent and Registered Office**

The name and Florida street address of the Corporation's registered agent is:

Esteban Bovo Carás  
13651 Northwest 107<sup>th</sup> Avenue  
Hialeah Gardens, Florida 33134

**VI.  
Limitations**

No part of the net earnings of the Corporation shall inure to the benefit of (or be distributable to) its directors, officers, members 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 any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except as otherwise provided in Code Section 501(h), as amended. The Corporation shall not participate or intervene in any political campaign (including the publishing or distributing of statements), on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities except those permitted to be carried on by a corporation exempt from federal income tax, under Code Section 501(c)(3), as amended, or by a corporation contributions to which are deductible under Code Section 170(c)(2).

If the Corporation is at any time deemed to be a private foundation within the meaning of Code Section 509(a), as amended, then for the period in which the Corporation is so deemed, the Corporation shall distribute its income for each tax year at such time and in such manner as not to subject the Corporation to tax under Code Section 4942, as amended, and the Corporation shall not engage in any act of self-dealing as defined in Code Section 4941(d), as amended, retain any excess business holdings as defined in Code Section 4943(c), as amended, make any investments as to subject the Corporation to tax under Code Section 4944, as amended, or make any taxable expenditures as defined in Code Section 4945(d), as amended.

**VII.  
Board of Directors**

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than three (3) directors. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but may never be less than three (3). The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each member of the Corporation's initial Board of Directors, and his respective officer position, is:

- Félix Rodríguez Mendigutía, President
- Esteban Bovo Carás, Vice-President
- Nicolás J. Gutiérrez Álvarez, Vice-President
- Jorge Gutiérrez Izaguirre, Treasurer
- Vicente Blanco Capote, Secretary

**VIII.  
Incorporator**

The name and address of the Corporation's Incorporator is:

Nicolás J. Gutiérrez Álvarez  
1528 Palermo Avenue  
Coral Gables, Florida 33134


**IX.  
Dissolution**

Upon the dissolution or winding up of the Corporation, the assets remaining after payment (or provision for payment) of the Corporation's debts and liabilities shall be distributed to a not-for-profit corporation, trust, community fund or foundation that has established its tax-exempt status under Code Section 501(c)(3), as amended.

**X.  
Corporate Existence**

The corporate existence of the Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation, as the Incorporator of the Corporation, and further acknowledged them to be my free and voluntary act, as of this 18th day of July, 2018.

  
 Nicolás J. Gutiérrez Álvarez  
 Incorporator

**Certificate of Designation of Registered Agent/Registered Office**

**Corporation:**

Assault Brigade 2506 Museum Hialeah Gardens, Inc.

**Registered Agent/Office:**

Esteban Bovo Carás  
13651 Northwest 107<sup>th</sup> Avenue  
Hialeah Gardens, Florida 33134

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 obligation of my position as registered agent.

  
\_\_\_\_\_  
Esteban Bovo Carás