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13 JAN 25 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FL 32300

RECEIVED JAN 28 2013

January 22, 2013

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

SUBJECT: MIAMI DADE CHAMBER OF COMMERCE FOUNDATION, INC.

Enclosed is an original and one (1) copy of the *Articles of Incorporation* and a check for \$87.50 for Filing Fee, Certified Copy and Certificate of Status.

Name: William Diggs

Address: 1951 NW 7th Avenue, Suite 13139

City, State & Zip: Miami, Florida 33136

Daytime Telephone number: (305) 751.8648

E-mail address: mdcc@m-dcc.org

ARTICLES OF INCORPORATION
OF
MIAMI DADE CHAMBER OF COMMERCE FOUNDATION, INC.
In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I

NAME

The name of the corporation shall be Miami Dade Chamber of Commerce Foundation, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal street address and mailing address of the corporation is:
1951 NW 7th Avenue, Suite 13139
Miami, Florida 33136

ARTICLE III

PURPOSE

This corporation is organized and shall operate exclusively for charitable purposes that are exempt purposes described in Section 501(c)(3) of the Internal Revenue Code, as amended. This corporation may engage in only such activities as are permitted under the laws of the State of Florida and the United States of America, which shall constitute activities in furtherance of such exempt purposes. The corporation may promote, establish, conduct and maintain activities on its own behalf, and it may contribute to assist other corporations/individuals with carrying on exempt activities such as conferences/workshops involving the exchange of ideas and information that will assist small businesses with technical assistance and provide mentoring programs for small businesses. It will also foster educational components that will promote small businesses to expand their workforce and provide opportunities for young adults through internship program within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future Federal tax code.

No part of the income or principal of this corporation shall inure to the benefit of or be distributed to any member, director or officer of the corporation or any other private individual in such manner as to constitute an application of funds not within the purpose of exempt organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. However, reimbursement of expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal.

No part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation, or of participating in, or intervening in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

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In the event of the complete or partial liquidation or dissolution of the corporation, whether voluntary or involuntary, no member, director or officer shall be entitled to any distribution or division of the corporations' property or proceeds from, and the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501©(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal, state or local government for exclusively public purposes.

ARTICLE IV

TERM OF EXISTENCE

The corporation shall exist perpetually. The Corporation existence shall commence as of filing of the Articles of Incorporation with the Secretary of State.

ARTICLE V

MANNER OF ELECTION

The method of election or appointment of the directors and the manner of their admission, are provided for in the By-laws of the corporation.

This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time in accordance with the By-laws, but shall never be less than seven (7).

ARTICLE VI

INITIAL OFFICERS AND/OR DIRECTORS

The names and addresses of the members of the first Board of Directors who shall serve until their successors are elected are:

Wayne Davis

780 Fisherman Street, Suite 300

Opa Locka, Florida 33054

Valerie Crawford

1200 West Avenue

Miami Beach, Florida 33139

Eric Knowles

1600 NW 179th Terrace

Miami Gardens, Florida 33169

Successors shall be elected pursuant to the By-laws of the corporation.

ARTICLE VI I

REGISTERED AGENT

Miami Dade Chamber of Commerce Foundation, Inc., has designated William Diggs as the initial registered agent of this corporation and the street address of the initial registered agent is:

William Diggs
1951 NW 7th Avenue, Suite 13139
Miami, Florida 33136

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Required Signature of Registered Agent

Date

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TALLAHASSEE, FLORIDA

ARTICLE VII I

INCORPORATOR

The name and address of the Incorporator is:

William Diggs
1951 NW 7th Avenue, Suite 13139
Miami, Florida 33136

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

William Diggs
Incorporator

Date

1/22/13