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Florida Department of State  
Division of Corporations  
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DIVISION OF CORPORATIONS

**BASIC AMENDMENT**  
**NETWORK MIAMI CHARITIES, INC.**

FILED  
00 JUN 28 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 26, 2000

NETWORK MIAMI CHARITIES, INC.  
1508 SAN IGNACIO, SUITE 250  
CORAL GABLES, FL 33146

SUBJECT: NETWORK MIAMI CHARITIES, INC.  
REF: N00000002573

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The name and title of the person signing the document must be noted beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell  
Corporate Specialist

FAX Aud. #: H00000033246  
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314



## FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State

June 22, 2000

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DIVISION OF CORPORATIONS

NETWORK MIAMI CHARITIES, INC.  
1508 SAN IGNACIO, SUITE 250  
CORAL GABLES, FL 33146

SUBJECT: NETWORK MIAMI CHARITIES, INC.  
REF: N00000002573

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please make reference to Articles of Amendment instead of Articles of Incorporation in the first paragraph of your document. Also, Article X should reflect the same information.

The date of adoption of each amendment must be included in the document.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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Darlene Connell  
Corporate Specialist

FAX Aud. #: E00000033246  
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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00 JUN 28 AM 10:12

**AMENDMENT TO ARTICLES OF INCORPORATION** SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Amendment:*

**ARTICLE I**

**Name**

The name of the corporation shall be:

Network Miami Charities, INC.

**ARTICLE II**

**Principal place of business and mailing address**

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

1508 San Ignacio, Suite 250  
Coral Gables, Florida 33146

**ARTICLE III**

**Purpose(s)**

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

The corporation is organized exclusively for organizing charitable events, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code.

**ARTICLE IV**

**Manner of election of directors**

The manner in which the directors are elected or appointed is as follows:  
Management of the Corporation shall be vested in the Corporation's Board of Directors, the members of which shall be not less than three (3). The names and method of election of the directors of the Corporation shall be as stated in the bylaws. The number constituting the initial Board of Directors is three(3). The names and addresses of the persons who shall serve as the initial Board of Directors of the Corporation are as follows:

John Kovacs

8105 SW 138 Street  
Miami, Florida 33158

Frank Torres-Navarra

1508 San Ignacio, Suite 250  
Coral Gables, Florida 33158

Carlos Torre

9961 Kendale Boulevard  
Miami, Florida 33176

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**ARTICLE V**  
**Limitation of corporate powers**

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited are as follows:

The Corporation shall have the power to acquire, own, maintain, and use its assets for the purpose for which it is organized; to raise funds by any legal means for the encouragement of its purposes; to acquire, hold own, use and dispose of real or personal property in connection with the purposes of the Corporation; and to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a corporation not for profit under Florida law.

**ARTICLE VI**  
**Dissolution of the Corporation**

This Corporation does not contemplate any pecuniary gain or profit to directors or officers thereof and no part of any earnings of the Corporation shall inure to the benefit of, or be distributable to, any director or officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation and the Corporation may reimburse its directors and officers for all expenses reasonably incurred in performing services rendered to the Corporation), and no director or officer of the Corporation or any other private individual, shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation. However, the Corporation may confer benefits in the form of distributions, upon dissolution or otherwise, upon any not profit corporation described in Code Sections 501 (c)(3) and 170 (c)(2) as specified below.

**ARTICLE VII**  
**Lobbying**

No substantial part of the activity of the Corporation shall include or consist of the carrying on propaganda or of otherwise attempting to influence legislation. This Corporation shall not participate in, intervene in or do any other act in connection with any political campaign on behalf of any candidate for public office (including without limitation the publication or distribution of statements for or against any candidate).

**ARTICLE VIII**  
**Private Inurement**

All the property of this Corporation is and shall be irrevocably dedicated to charitable, scientific, literary or educational purposes, and in the event of a dissolution of this Corporation, the assets shall, after paying or making provisions for all liabilities of the Corporation, be distributed to one or more organizations which are organized and exist exclusively for charitable, scientific, literary or educational purposes which, at the time of such dissolution, qualify as an organization described in Code Sections 501(c)(3), 170 (c)(2) and 509 (a)(1) or (2), or any corresponding

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section of any prior or future Internal Revenue Code, or to the United States, the State of Florida, the County of Miami-Dade or any other governmental agency for exclusive public purposes. Any assets not so disposed of shall be disposed of by a court competent jurisdiction exclusively for such charitable purposes, or to such organization or organizations organized and operated exclusively for such charitable purposes, as said court shall determine.

### ARTICLE IX

#### Initial registered agent and street address

The name and street address of the initial registered agent is:

John Kovacs  
8105 SW138 Street  
Miami, FL 33158

### ARTICLE X

#### Incorporators

The name(s) and the street address(es) of the incorporators for these Articles of Amendment is(are):

John Kovacs

8105 SW 138 Street  
Miami, Florida 33158

Frank Torres-Navarra

1508 San Ignacio, Suite 250  
Coral Gables, Florida 33158

Carlos Torre

9961 Kendale Boulevard  
Miami, Florida 33176

The undersigned officer has executed these Articles of Amendment this 19 day of June, 2000. These Articles of Amendment were adopted on the 19th of June 2000, by the board of directors. There are no members entitled to vote on these amendments.

Signature of officer(s):

John Kovacs Chairman

Typed name of incorporator signing

Frank Torres-Navarra

Typed name of incorporator signing

Carlos Torre Vice-Chairman  
incorporator signing

CARLOS TORRE

Typed name of

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