

No 010000000932



ACCOUNT NO. : 072100000032
REFERENCE : 995898 7143749
AUTHORIZATION :
COST LIMIT : \$ PREPAID

2001 FEB -8 PM 2:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ORDER DATE : February 8, 2001

ORDER TIME : 10:13 AM

ORDER NO. : 995898-005

CUSTOMER NO: 7143749

CUSTOMER: Charles E. Muller, Esq
Muller & Lipson, P.a.

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-02/08/01--01056--019
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Suite 1550
9350 South Dixie Highway
Miami, FL 33156

DOMESTIC FILING

NAME: FREEDOM TOWER PRESERVATION,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

RECEIVED
01 FEB -8 AM 11:42
DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA
10/2/01

ARTICLES OF INCORPORATION
OF
FREEDOM TOWER PRESERVATION, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation of the corporation:

FIRST: The name of the corporation is **FREEDOM TOWER PRESERVATION, INC.**

SECOND: The mailing address of the corporation, and the street address of its principal office is 3155 N.W. 77th Avenue, Miami, Florida, 33122.

THIRD: The street address of the registered office of the corporation is 9350 South Dixie Highway, Suite 1550, Miami, Florida 33156, and its registered agent at that address is Charles E. Muller II.

FOURTH: The corporation is organized and shall be operated exclusively for charitable, educational, and literary purposes set forth in §501 (c)(3) of the Internal Revenue Code of 1986 (the "Code"). This corporation shall have all powers granted to corporations not for profit under the laws of the State of Florida, except that it shall have no powers inconsistent with the express terms and provisions of these Articles of Incorporation, and the corporation shall neither have nor exercise powers, nor operate for any other purposes, which would prevent it from qualifying as an exempt organization under §§170(c)(2) and 501(c)(3) of the Code.

FIFTH: No part of the net earnings of the corporation shall inure to the benefit of or be distributable to the corporation's directors, officers, or private individuals, but the corporation shall be authorized and empowered to pay reasonable compensation for services rendered or expenses incurred and to make payments and distributions in furtherance of the purposes set forth above.

SIXTH: It is intended that this corporation shall have the status of a corporation which is exempt from federal income taxation under §501(a) of the Code as an organization described in §501(c)(3) of the Code. These Articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. No substantial part of the activities of the corporation shall be the carrying on of 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 any candidate for public office. Regardless of any other provision of these Articles to the contrary, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under §501(c)(3) of the Code, or (b) by a corporation contributions to which are deductible under §170(c)(2) of the Code.

SEVENTH: The provisions for qualification of members, classes of members, and the manner of their admission shall be in the bylaws of the corporation.

EIGHTH: Upon the dissolution of the corporation, the corporation shall, after paying or making provision for the payment of all its liabilities, distribute the assets of the


corporation in accordance with the Florida Not For Profit Corporation Act but only to one or more organizations described in §§501(c)(3) and 170(c)(2) of the Code at the time of such distribution.

NINTH: Management of the activities of the corporation shall be vested in a board of directors. All matters concerning such directors, including their qualifications, number, method of election, removal, quorum, voting, meetings and notices thereof, shall be set forth in the bylaws of the corporation.

TENTH: The name and address of the incorporator is Charles E. Muller II, 9350 South Dixie Highway, Suite 1550, Miami, Florida 33156.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this

7th day of February, 2001.




Charles E. Muller II, incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of FREEDOM TOWER PRESERVATION, INC., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 7th day of February, 2001.



Charles E. Muller II,
Registered Agent

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