

OFFICE USE ONLY (Use front)

LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. MIAMI DADE EIGHT STREET GRAND CHAMBER
(Corporation Name) (Document #)

2. OF COMMERCE, INC.
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

ARTICLES OF INCORPORATION

OF

MIAMI DADE EIGHT STREET GRAND CHAMBER OF COMMERCE, INC.

ARTICLE I

NAME

The name of the corporation is:

MIAMI DADE EIGHT STREET GRAND CHAMBER OF COMMERCE, INC.

The principal place of business of the corporation shall be:

5910 SW 8 STREET MIAMI, FL 33144

ARTICLE II

CORPORATE NATURE

This is a Non-Profit corporation organized solely for general charitable purposes pursuant to the Florida Corporation Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III

DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV

GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

- A. - To organize and help all persons and businesses that currently are residing in the State of Florida, in the United States primarily those at 8th Street Business District.
- B. - To promote and rejuvenate 8th Street district to the local, national and international level.
- C. - To improve 8th Street lighting system and cleanliness.
- D. - To promote tourism, local attractions, watchfulness and crime watch.
- E. - To advise about business loans and administration.
- F. - To promote business trust over new investment.
- G. - To promote the relationship between importers and exporters.

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

- H. - To teach new technology in the computer and telecommunications field.
- I. - To establish communication with world 's chamber of commerce and or business organizations.
- J. - To work with other non-profit organization in order to honor with sidewalk stars all those people which have contributed to the arts and any other field.
- K. - To acknowledge all those who had made a contribution to the improvement and prosperity of the Eight Street Business District.
- L.- To publish information and statistics about the 8th Street Business District.
- M. - To exchange services with others Chamber of Commerce under a mutual and fraternal cooperation.

ARTICLE V

MANAGEMENT OF CORPORATE AFFAIRS

A. - BOARD OF DIRECTORS.

The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a Board of Directors, consisting of not less than (4) persons. The number of Directors of the corporation shall be four (4) provided however, that such number might be changed by a By-Law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time and election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at 5910 SW 8 Street Miami, Florida 33144 on the 2nd Saturday of every month of each year at or such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by one Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board and any such action by written consent shall have the same force and effect as if taken by unanimous vote of Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken unanimous written consent of the Board of Directors without a meeting, and that t the Articles of Incorporation and the By-Laws of this corporation authorize the Directors to so act. Such statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follow:

HECTOR A. TORRES	1324 S.W. 17 TERRACE MIAMI, FL. 33145
ELOY APARICIO	1333 SW 13 AVENUE MIAMI, FL. 33130

ROSA MARIA CARRERA

5601 COLLINS AVENUE M12
MIAMI BEACH, FL. 33140

JOSE S. FERNANDEZ

2800 SW 69 AVENUE
MIAMI, FL. 33155-3812

B. - CORPORATE OFFICERS

The Board of Directors shall elect the following officers: Chairman of the Board, Executive Director, President, Senior Vice-President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

HECTOR A. TORRES
1324 SW 17 TERRACE
MIAMI, FL 33145

ELOY APARICIO
1333 SW 13 AVENUE
MIAMI, FL 33130

ROSA MARIA CARRERA
5601 COLLINS AVENUE M12
MIAMI BEACH, FL 33140

JOSE S. FERNANDEZ
2800 SW 69 AVENUE
MIAMI, FL 33155-3812

ARTICLE VI

EARNINGS AND ACTIVITIES OF CORPORATION

A. - 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 apply reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

B. - 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.

C. - Notwithstanding any provision of these articles, the corporation shall not carry on any other activities nor permitted to be carried on (a) by a corporation exempt from Federal Income Taxes under section 501(c) (6) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law).

D. - Notwithstanding any other provision of these articles this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying and making provision for the payment of all the liabilities of the corporation dispose of all of the assets of the corporation exclusively for

the purposes of the corporation in such a manner, or to such organization of organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 © (6) of the Internal Revenue Code of 1954 (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 a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

MEMBERSHIP

The qualification of members and the manner of their admission shall be regulated by the By-Laws for this corporation.

ARTICLE IX

SUBSCRIBERS

The names and residence addresses of the Subscribers of this corporation are as follows:

HECTOR A. TORRES
1324 SW 17 TERRACE
MIAMI, FL 33145

ELOY APARICIO
1333 SW 13 AVENUE
MIAMI, FL. 33130

ROSA MARIA CARRERA
5601 COLLINS AVENUE M12
MIAMI BEACH, FL 33140

JOSE S. FERNANDEZ
2800 SW 69 AVENUE
MIAMI, FL. 33155-3812

ARTICLE X

AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by resolution of the Board of Directors, or by following the procedure set forth therefore in the By-Laws.

ARTICLE XI

DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious, educations, charitable purposes, and no part of the net income of assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XII

REGISTERED AGENT AND OFFICE



The address of the corporation's registered office shall be 5910 SW 8 Street Miami, Fl 33144 and the name of the Registered Agent at said address shall be HECTOR A. TORRES and who is hereby familiar


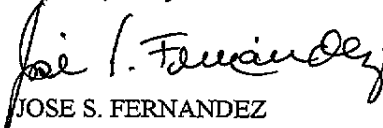
with and accepts the duties and responsibilities as registered agent for said corporation.

ARTICLE XIII

AMENDMENT OF ARTICLES

- A. - Upon written notification, the Articles of Incorporation may be amended by two third (2/3) vote of the members present at a special meeting called for the purpose by the Board of Directors.
- B. - A special meeting to amend the Articles of Incorporation can only covered if requested By ten (10%) percent of the members in good standing or one third (1/3) of the Board of Directors.

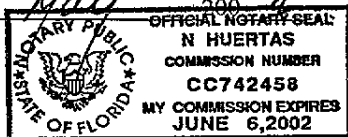

HECTOR A. TORRES

ROSA MARIA CARRERAS


ELOY APARICIO

JOSE S. FERNANDEZ

STATE OF FLORIDA
COUNTY OF DADE:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appear HECTOR A. TORRES as to me known to be the person (s) described in and executed the foregoing instrument and acknowledged before me that he executed the same.

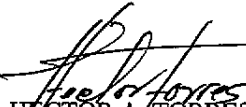
WITNESS my hand and official seal in the County and State last aforesaid this 9th Day of May, 2001




NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

ACCEPTANCE BY REGISTERED AGENT:

Having been named to accept service of process for the above named corporation, at the place designed in these Articles, I hereby accept this appointment and agree to comply with the provisions of Chapter 48.091 Florida Statutes, relative to keeping open said offices.


HECTOR A. TORRES
5910 SW 7 STREET
MIAMI, FL 33144

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