

TFC No 1000003848

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BOARD OF DIRECTORS

Officers

Dr. Roy Phillips
President

Hosea Butler, Jr.
Secretary

Verbert C. Anderson
Treasurer

Members

Reginald Clyne, Esq.

John A. Hall

Congresswoman Carrie P. Meek

Garth C. Reeves

Dorothea Stewart

Elaine H. Black
Executive Director

May 21, 2001

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

Subject: Articles of Incorporation to be filed.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and Certificates Designating Place of business, and a money order for filing fees for the following:

No	Company Name	CK/MO #	Amount
1.	North Beach Merchants Association, Inc.	1159	\$78.75
2.	Pure Joy Therapeutic Massage, Inc.	02679900107	\$78.75
3.	Two Sisters Food, Inc.	03046035846	\$78.75
4.	Melanie's Cleaning Services, Inc.	0388	\$78.75
5.	Caribbean Connection Service, Inc.	03047356517	\$78.75
7.	TOTAL		\$393.50

Please file both the Articles and Certificate of Designation for the corporation. Thank you kindly.

Sincerely,

Crystal M. Connor, Esq.
Crystal M. Connor, Esq.
Legal Department

Encls.

TOOLS FOR CHANGE

BLACK ECONOMIC DEVELOPMENT COALITION, INC.

6015 N.W. 7th Avenue • Miami, FL 33127 • (305) 751-8934 • Fax (305) 751-1619

E-mail: tfc@tfc.org • Web Site: http://www.tfc.org

D. BROWN JUN - 4 2001

ARTICLES OF INCORPORATION
OF
NORTH BEACH MERCHANTS ASSOCIATION, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a not for profit corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I: NAME

The name of the Corporation shall be: **NORTH BEACH MERCHANTS ASSOCIATION, INC.**, hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the corporation is **1130 Normandy Drive, Miami Beach, Florida 33141**.

ARTICLE III: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSES

The Corporation is organized and operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Law), or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V: RESTRICTIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE VI: MEMBERSHIP

The corporation shall be a non-membership.

ARTICLE VII: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at **1130 Normandy Drive, Miami Beach, Florida 33141**; and **MARIA B. CALCERRADA** is the registered agent of the Corporation at that address.

ARTICLE VIII: BOARD OF DIRECTORS

The Board of Directors shall consist of THREE (3) persons. The number of directors may be increased or decreased from time to time by an amendment to the bylaws; however, there shall never be less than three directors. All directors shall be selected as provided for in the bylaws. The initial Board of Directors shall consist of the following:

REGINA SUAREZ

1130 Normandy Drive
Miami Beach, Florida 33141

ALBERTO BARCO

1114 Normandy Drive
Miami Beach, Florida 33141

MARIA B. CALCERRADA
1130 Normandy Drive
Miami Beach, Florida 33141

ARTICLE IX: OFFICERS

The officers of the Corporation shall be a President, Vice President, Secretary, Treasurer, and such other officers as may be provided by the bylaws.

ARTICLE X: AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present; provided that notice of the intention to submit amendments shall have been given as provided by the bylaws.

ARTICLE XI: DISTRIBUTION OF ASSETS UPON DISSOLUTION

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

or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XII: INCORPORATOR

The incorporator of the Corporation is as follows:

MARIA B. CALCERRADA
1130 Normandy Drive
Miami Beach, Florida 33141

IN WITNESS WHEREOF, I, **MARIA B. CALCERRADA**, the undersigned incorporator to these Articles of Incorporation, have affixed my signature thereto on May 22, 2001.

Maria B. Calcerrada
MARIA B. CALCERRADA

STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

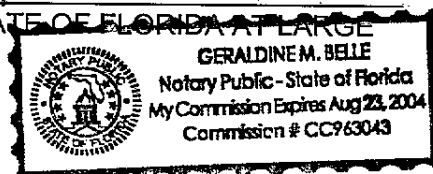
The foregoing instrument was sworn to before me this 22nd day of May, 2001, by **MARIA B. CALCERRADA**, who personally appeared before me at the time of notarization, and who is personally known to me or have produced a Florida Driver's License as identification.

NOTARY PUBLIC:

SIGN: Geraldine M. Belle

PRINT: Geraldine M. Belle

STATE OF FLORIDA AT LARGE



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TARY OF STATE
TASSEE, FLORIDA