

Division of Corporations

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**Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 521-1030

FLORIDA NON-PROFIT CORPORATION**BROWN CLUB OF MIAMI, INC.**

Certificate of Status	0
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B. McKnight JUN 14 2001 ✓

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NOT FOR PROFIT ARTICLES OF INCORPORATIONOFBROWN CLUB OF MIAMI, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under Chapter 617 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BROWN CLUB OF MIAMI, INC.

ARTICLE II. PLACE OF BUSINESS

The principal place of business of this corporation shall be 3131 North Bay Road, Miami Beach, Florida 33140.

ARTICLE III. NATURE OF BUSINESS

The purpose of this corporation is to promote the welfare of Brown University and to promote and encourage the fellowship between Brown University Alumni under the laws of the United States, the State of Florida or any other state, country, territory or nation.

Said corporation is organized exclusively for charitable and educational purposes, including for such purposes, the making of

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distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code.

ARTICLE IV.

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article III hereof. 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 or in opposition to any candidate for public office.

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.

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ARTICLE V

The Directors are appointed pursuant as set forth in the Bylaws.

ARTICLE VI.

The street address of the initial registered office of the corporation shall be 848 Brickell Avenue, Suite 625, Miami, Florida 33131 and the name of the initial registered agent of the corporation at that address is Ileana E. Garcia.

ARTICLE VII.

This corporation is to exist perpetually.

ARTICLE VIII

The effective date of this Article of Incorporation shall be June 13, 2001.

ARTICLE VII. DIRECTORS

The name and street address of the initial directors who shall hold office for the first year of the corporation, or until their successors are appointed are:

Matthew Cole
3131 North Bay Road
Miami Beach, Florida 33140

Eduardo Balarezo
613 Ocean Drive
Apartment No. 30
Key Biscayne, Florida 33149

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Ileana E. Garcia
848 Brickell Avenue
Suite 625
Miami, Florida 33131

Jeremy Finer
642 Michigan Avenue
Apartment No. 21
Miami Beach, Florida 33139

Carlos Mejia
1643 Brickell Avenue
Apartment No. 1605
Miami, Florida 33131

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these
Articles of Incorporation is:

Ileana E. Garcia
848 Brickell Avenue
Suite 625
Miami, Florida 33131

ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify any Officer or Director or
any former officer or director, to the full extent permitted by
law.

IN WITNESS WHEREOF, the undersigned incorporator has executed
these Articles of Incorporation this 13th day of June, 2001


Ileana E. Garcia
Incorporator


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STATE OF FLORIDA)
: ss.
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Ileana E. Garcia to be and known by me to be the person who executed the foregoing Articles of Incorporation, and Ileana E. Garcia acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 13th day of June, 2001


Notary Public
State of Florida at Large

My Commission Expires:



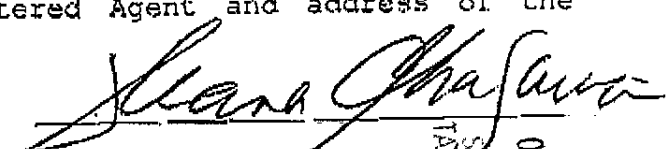
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CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Florida Chapter 617, the undersigned Not For Profit Corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office /Registered Agent in the State of Florida.

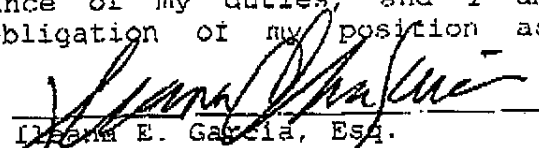
1. The name of the Corporation is: **Brown Club of Miami, Inc.**

2. The name of the Registered Agent and address of the Registered Office is:


Ileana E. Garcia Esq.
Ileana E. Garcia, P.A.
848 Brickell Avenue
Suite 625
Miami, Florida 33131

Date: June 13/2001

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent.


Ileana E. Garcia, Esq.
Registered Agent

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Ileana Garcia to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same and that he is personally known to me.

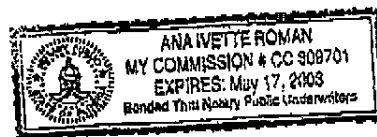
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WITNESS my hand and official seal in the County and State
last aforesaid this 23rd day of June, 2001.

My Commission Expires:

Ana Ivette Roman
Notary Public State of Florida
Ana Ivette Roman
Printed Notary Signature



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