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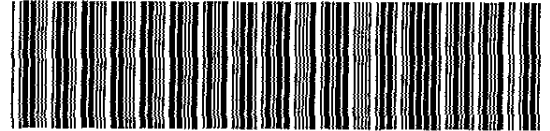
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. UNITY COALITION OF MIAMI-DADE, INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

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

OTHER FILINGS	
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

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**ARTICLES OF INCORPORATION  
OF  
UNITY COALITION OF MIAMI-DADE, Inc.**

**THE UNDERSIGNED**, acting as incorporator of a corporation pursuant to chapter 617, Florida status, adopt the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation shall be: Unity Coalition of Miami-Dade, Inc.

**ARTICLE II**

The principal place of business and mailing address of the corporation shall be:  
3050 Biscayne Blvd. Suite 509 Miami, Florida 33137

**ARTICLE III**

The purposes, for which the corporation is formed, and the business and the objects to be carried on and promoted by it are as follows:

1. The purposes for which the corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary or educational purposes either directly or by contributions to organizations under Section 501 (c) (4) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.
2. The specific purpose for which the corporation is organized shall be to offer leadership on issues that concern the Hispanic and LGBT community.
3. To erect and maintain a building or buildings for the above purpose and to engage in any operation incidental to and essential to carry out the purposes above mentioned.
4. To solicit funds and donations in kind and from time to time further the purposes of this corporation.
5. To acquire and receive by purchase, donation or otherwise, any property, real, personal or mixed and to hold, use and dispose of the same.
6. To borrow money and to issue evidences of indebtedness in furtherance of any or all of the objects of its business and to secure loans by mortgage, pledge, deed of trust, or other lien.

7. To apply for, obtain and contract with any federal, state or local government or agency for a direct loan or loans or other financial aid in the form of grants or otherwise relating to the purpose of this corporation.
8. To engage in any kind of activity and to enter into perform and carry out contracts of any kind, necessary or in connection with or incidental to the accomplishment of any one or more of the non-profit purpose of the corporation.
9. No part of the net earning of the corporation shall inure to the benefit of or be distributable to any Director or Officer of the Corporation or any member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no Director or Officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.
10. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501 (c) (4) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended or by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal revenue Code and said Regulations as they now exist or as they may hereafter be amended.
11. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, disposes of all of the assets of the corporation exclusively for the purposes of the corporation such manner or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so dispose of shall be disposed of by the Circuit Court of Miami-Dade County, Florida in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said script shall determine, which are organized and operated exclusively for such purposes.
12. The corporation shall have such powers as are conferred upon it by Chapter 617 of the Laws of the State of Florida and to exercise those powers in the accomplishment of its objective and purposes.
13. The By-Laws may impose other conditions of membership from time to time.

#### **ARTICLE IV**

The manner in which the directors are elected or appointed shall be stated in the By-Laws.

#### **ARTICLE V**

The name and address of the initial registered agent shall be:

Saul Brenesky  
777 NE 62 Street  
Suite C111  
Miami, Florida 33138

#### **ARTICLE VI**

The name and street address of the incorporator of these Articles of Incorporation shall be:

Saul Brenesky  
777 NE 62 Street  
Suite C111  
Miami, Florida 33138

#### **ARTICLE VII**

The affairs of the corporation shall be managed by a President, Vice President, Secretary and a Treasurer and such other officers as may from time to time be created by the Board of Directors. The names of the Officers and the office they shall hold until first election shall be:

Heriberto Sosa	3050 Biscayne Blvd., Suite 509.
<b>President</b>	Miami, Florida 33137

Luis Rondon	3050 Biscayne Blvd., Suite 509.
<b>1<sup>st</sup> Vice President</b>	Miami, Florida 33137

Luis Penelas	3050 Biscayne Blvd., Suite 509.
<b>2<sup>nd</sup> Vice President</b>	Miami, Florida 33137

Oscar C. Aguilar	3050 Biscayne Blvd., Suite 509.
<b>Treasurer</b>	Miami, Florida 33137

Anthony Brooks	3050 Biscayne Blvd., Suite 509.
<b>Secretary</b>	Miami, Florida 33137

**ARTICLE VIII**

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The members of the Board of Directors shall never be less than five (5) in number.

**ARTICLE IX**

These Articles of Incorporation may be amended by a majority vote of the Board of Directors at any special meeting called for that purpose, after first giving at least ten (10) days written notice of the meeting. Amendments to the Articles of Incorporation shall only be effective from the date of approval in writing by Chairman of the Board.

It is hereby expressly provided that in the determination of whether an individual qualifies and should be thus entitled to membership, the Officers of this Corporation, to abide by the By-Laws promulgated by the Board of Directors in determining whether any certain individual qualifies in accordance with the criteria herein established. It is hereby expressly provided that said By-Laws shall not discriminate or be applied in any manner which may be contrary to the purposes described in these Articles of Incorporation or which would disqualify this corporation's qualification as an organization exempt from taxation under the Internal revenue Code.

**ARTICLE X**

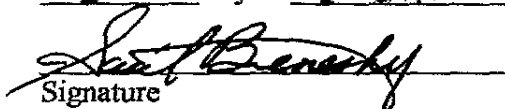
The By-Laws of the corporation may be amended from time to time by a majority vote of the Board of Directors at a meeting called especially for that purpose and after giving at least five (5) days notice of said meeting.

**ARTICLE XI**

The Corporation shall hold an annual meeting for members within ninety (90) days of the end of its fiscal year as determined by the Board of Directors. At such meeting Directors shall be elected or appointed in accordance with the By-Laws.

The undersigned incorporator has executed these Articles of Incorporation this

6 day of December, 2002.

  
Signature

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

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

  
Signature