

N03000000099

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

[Handwritten Signature]
Office Use Only



100009657481

01/06/03--01046--022 **78.75

RECEIVED
03 JAN -6 AM 11:33
DIVISION OF CORPORATION

FILED
03 JAN -6 PM 1:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Coral Gables Chamber of
Commerce Foundation Inc

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- _____ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

Signature _____

Requested by: SW 1/6
Name Date Time

Walk-In _____ Will Pick Up _____

ARTICLES OF INCORPORATION
OF
CORAL GABLES CHAMBER OF COMMERCE FOUNDATION, INC.
A CORPORATION NOT FOR PROFIT

03 JAN -6 PM 2:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED

We, the undersigned, each a natural person competent to contract, hereby associate ourselves together for the purpose of forming a corporation not for profit under Chapter 617 of the laws of the State of Florida.

ARTICLE I – NAME

The name of this corporation shall be: CORAL GABLES CHAMBER OF COMMERCE FOUNDATION, INC.

ARTICLE II – PURPOSES

The general nature of the objects and purposes of this corporation shall be:

1. To receive contributions and pay them over to organizations which are described in Section 501 (c)(3) and (6) and exempt from taxation under Section 501 (a) of the Internal Revenue Code.
2. To operate as a supporting organization of the Coral Gables Chamber of Commerce, a not for profit 501 (c) (6) publicly supported organization, exempt from federal taxation.
3. To receive and maintain a fund or funds of real and/or personal property and to use and apply the whole or any part of the income and principal thereof exclusively for charitable, religious, scientific, testing for public safety, literary, or educational purposes, or for the prevention of cruelty to children or animal, no part of which shall inure to the benefit of any private member or individual, no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in, or intervene in (including the publishing or distribution of statement), any political campaign on behalf of any candidate for public office.

ARTICLE III – QUALIFICATION OF MEMBERS

The membership of this corporation shall constitute all persons hereinafter named as subscribers and such other persons as, from time to time hereafter, may become members, in the manner provided in the by-laws.

ARTICLE IV – TERM OF EXISTENCE

This corporation is to exist perpetually, unless dissolved according to law.

ARTICLE V – SUBSCRIBERS

The names and addresses of the subscribers to these Articles are:

Robert J. Shafer	4206 Laguna Street Coral Gables, FL 33146
Lettie J. Bien	360 Greco Avenue Suite 100 Coral Gables, FL 33146

ARTICLE VI – OFFICERS

SECTION 1: The initial officers of the corporation shall be a President, Secretary/treasurer, Executive Director and such other officers as may be provided in the by-laws:

SECTION 2: The names of the persons who are to serve as officers of the corporation until the first meeting of the Board shall be substantially the same currently serving officer of the Coral Gables Chamber of Commerce, they are:

<u>OFFICE</u>	<u>NAME</u>
President	Robert J. Shafer
Secretary/Treasurer	Joe Burke
Executive Director	Lettie J. Bien

SECTION 3: The officers shall be elected at the annual meeting of the Board of Trustees or as provided in the by-laws.

ARTICLE VII - BOARD OF TRUSTEES

SECTION 1: The business of this corporation shall be managed by a Board of Trustees. This corporation shall have not more than fifteen (15) Trustees initially. The number of directors may be increased or decreased from time to time, by the by-laws, but shall never be less than three (3).

SECTION 2: The Board of Trustee shall be members of the corporation.

SECTION 3: Members of the Board of Trustees shall be elected and hold office in accordance with the by-laws.

SECTION 4: The names and address of the persons who are to serve as Trustees for the ensuing year or until the first annual meeting of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Robert J. Shafer	4206 Laguna Street Coral Gables, Fl 33146
Joe Burke	Miami International Airport P.O. Box 7000 Miami, Fl 33299-7000
Lettie J. Bien	360 Greco Avenue Suite 100 Coral Gables, Florida 33146

ARTICLE VIII – BY LAWS

SECTION 1: The Board of Trustees of this corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes, as they may deem necessary from time to time.

SECTION 2: The by-laws may be amended at any regular meeting of the Board of Trustees or any special meeting called for that purpose a quorum being present, by a majority vote of the Trustees present at said meeting.

ARTICLE IX – AMENDMENTS

SECTION 1: These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose and with proper notice, a quorum being present, by a two-thirds (2/3) vote of all members present.

SECTION 2: Amendments to the Articles of Incorporation may also be made at a regular meeting of the membership, upon notice given as provide by the by-laws of the intention to submit such Amendments, a quorum being present, by a two thirds (2/3) vote of a quorum of all members present.

ARTICLE X – LOCATION

The initial address of this corporation shall be 360 Greco Avenue, Suite 100, Coral Gables, Florida 33146 and the mailing address shall be PO Box 437555, Coral Gables, Florida 33234.

ARTICLE XI – MEETINGS

SECTION 1: The Annual meeting for the election of members of the Board of Trustees shall be held as may be provided by the by-laws.

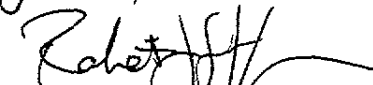
SECTION 2: The corporation may provide in its by-laws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings as provided in the by-laws.


ARTICLE XII – DISSOLUTION

Any action taken to dissolve this corporation shall be conditioned upon the approval of a majority vote of a quorum of the board of Trustees and a majority vote of the members present at a specially called meeting provided, however, that all claims of creditors have been satisfied prior thereto.

In the event of dissolution of this corporation, the Board of Trustees shall dispose of all assets of the corporation remaining after claims of creditors have been satisfied, to organizations which are qualified for exemptions under Section 501 (c) (3) of the Internal Revenue Code of the United States Government and any amendments thereto or to the Federal Government or to a state or local government, for a public purpose.

IN WITNESS WHEREOF, we have hereunto set our hands and seals to the foregoing Articles of Incorporation this 3 day of January 2003.


Robert J. Shafer


Lettie J. Bien

STATE OF FLORIDA)
 SS
COUNTY OF MIAMI-DADE)

BEFORE ME the undersigned authority, this day personally appeared, Robert J. Shafer and Lettie J. Bien, to me well known to be the persons described in and who executed the foreign Articles of Incorporation and that they acknowledge before me that they executed the same freely and voluntarily for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Coral Gables, Miami-Dade County Florida, this 3 day of Jan, 2003 _{RI}

Rocio Illescas
Notary Public, State of Florida

My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING UPON WHOM PROCESS MAY BE SERVED

That Coral Gables Chamber of Commerce Foundation, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Coral Gables, County of Miami Dade, State of Florida, has named Lettie J. Bien who's residence is located at the City of Coral Gables, County of Miami Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation; at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Lettie J. Bien
Resident Agent

01 JAN -6 PM 2:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED