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Florida Department of State

Division of Corporations

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**FLORIDA NON-PROFIT CORPORATION**

**miami northwestern sr. high class of 1972 alumni, in**

Certificate of Status	0
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Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

MIAMI NORTHWESTERN SR. HIGH CLASS OF 1972 ALUMNI, INC.

A FLORIDA NOT-FOR-PROFIT CORPORATION

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 817 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 MIAMI NORTHWESTERN SR. HIGH CLASS OF 1972 ALUMNI, 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 1195 NW 119 STREET, MIAMI, FL 33168.

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 educational, religious and charitable 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 non-membership.

**ARTICLE VII: REGISTERED OFFICE AND AGENT**

The Corporation's registered office shall be located at 1195 NW 119 STREET; and SAM SOLOMON 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:

SAM SOLOMON, 18921 NW 39 COURT, MIAMI, FL 33055  
CHARLES CLINCH, 900 NW 180 TERRACE, MIAMI, FL 33169  
ARNETTA NELSON, 19415 NW 2 COURT, MIAMI, FL 33169  
DASELINE MCPHEE, 1195 NW 119 STREET, MIAMI, FL 33168

**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:

SAM SOLOMON, 18921 NW 39 COURT, MIAMI, FL 33055

IN WITNESS WHEREOF, I, **SAM SOLOMON**, the undersigned incorporator to these  
Articles of Incorporation, have affixed my signature thereto on APRIL 22, 2004.

  
\_\_\_\_\_  
**SAM SOLOMON**

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

Pursuant to the provisions of Sections 48.091 and 617.0501, Florida Statutes, the following is  
submitted in compliance with said Acts:

First--That MIAMI NORTHWESTERN SR. HIGH CLASS OF 1972 ALUMNI, INC.,  
desiring to organize under the laws of the State of Florida with its principal office as indicated in the  
Articles of Incorporation at City of Miami; County of Dade, State of Florida, has named **SAM  
SOLOMON**, at **1195 NW 119 STREET**, in the City of Miami, County of Dade, State of Florida, as  
its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

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

SIGNED:

  
SAM SOLOMON

DATED:

4/22/04

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