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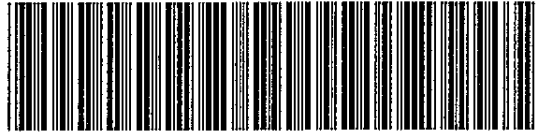
(Business Entity Name)

(Document Number)

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06 OCT -8 AM 10:20

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10/11/04

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Miami Beach Vocational Center, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee
Division

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Margot Betteridge
Name (Printed or typed)
6450 Collins Avenue, No. 809
Address
Miami Beach, FL 33141
City, State & Zip
(786) 399-8532
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

September 28, 2004

MARGOT BETTERIDGE
6450 COLLINS AVENUE, NO. 809
MIAMI, FL 33145

SUBJECT: MIAMI BEACH VOCATIONAL ARTS CENTER, INCORPORATED.
Ref. Number: W04000035882

We have received your document for MIAMI BEACH VOCATIONAL ARTS CENTER, INCORPORATED. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent designated in your document is not an active entity according to our records. Please reinstate this entity (call (850) 245-6059 for information) or designate another entity that is active according to our records.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Ingram
Document Specialist
New Filings Section

Letter Number: 504A00056739

ARTICLES OF INCORPORATION

OF

MIAMI BEACH VOCATIONAL ARTS CENTER, Incorporated.

04 OCT -8 AM 10:21

STATE
FLORIDA

We the undersigned natural persons competent to contract, a majority of whom are citizens of the United States, desiring to form a non-profit Corporation pursuant to the Corporations Non-Profit Law of the State of Florida (F.S. Chapter 617), do hereby make, subscribe and acknowledge these Articles of Incorporation.

ARTICLE I - NAME/REGISTERED OFFICE

The name of the Corporation shall be Miami Beach Vocational Arts Center, Inc. located at 6450 Collins Avenue, No. 809, Miami Beach, Florida 33141.

ARTICLE II - PURPOSE

The corporation is formed for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and in this connection, its purposes are to create a sheltered worksite to provide vocational training for developmentally disabled clients. More specifically to provide training and professional coaching in daily living skills in a variety of areas for the maximization of the program's clients to live independently; counseling and retraining clients so they may obtain and maintain private employment; provide job placement/referral and follow-up training services for its clients; occupational and age appropriate activities for its clients; behavioral and psychological services, therapeutic outlets and intervention services; to solicit, collect and otherwise raise funds for educational or charitable purposes; client advocacy services and education for the community as to the true capabilities of developmentally disabled adults; to attract substantial support from contributions, directly or indirectly, from a representative number of persons in the community in which it operates. Expend, contribute, disburse and otherwise handle and dispose of its funds for such purposes, either directly or by contributions to other agencies, organizations, or institutions organized for the same or similar purposes; and to do any act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors, officers or members. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes. The corporation shall perform its purposes only within the area of Miami Beach, Florida. Its clientele however, may be drawn from Miami-Dade and Broward County areas. The Corporation shall have all general powers allowed

Articles of Incorporation
Miami Beach Vocational Arts Center, Inc.

to not for profit corporations by Florida Statutes, Chapter 617. However, it shall have no powers to perform or engage in any activity which would constitute a violation of IRC, Section 501(c)(3) or which would result in the Corporation being defined as a private foundation under I.R.C. Section 509(a). To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

ARTICLE III - EXEMPTION REQUIREMENTS

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. The corporation shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings of this corporation shall inure to the benefit of any member of the corporation, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes. Such net earnings, if any, of this corporation shall be used to carry out the nonprofit corporate purposes set forth in Article II above.
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

ARTICLE IV - DURATION

The duration of the corporate existence shall be perpetual unless dissolved in accordance with law and these Articles of Incorporation.

Articles of Incorporation
Miami Beach Vocational Arts Center, Inc.

ARTICLE V - BOARD OF DIRECTORS

The corporation shall have no members. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the corporation. The number of Directors constituting the first Board of Directors is (8). The number of Directors may be either increased or diminished from time to time by the bylaws of the Corporation, but such number shall never be less than five (5). The persons constituting the first Board of Directors and their addresses are as follows:

<u>Name</u>	<u>Address</u>
Afoma Ezeala	20850 San Simeon Way, #302-5 Miami, FL 33179
Sonia Diaz	2401 SW 14 ST Miami, FL 33145
Sol Alvarez	8877 Collins Avenue, Apt. 604 Surfside, FL 33154
Cris Ascunce	255 SW 79 th Crt. Miami, FL 33144
Annie Byrd	1940 NW 119 th Ave., Apt. 803 Miami, FL 33167
Dana Abramson	6450 Collins Avenue, Apt. 605 Miami Beach, FL 33141
Edward Carpenter	3951 NW 187 Terr. Miami, FL 33055
Jose Trevino	8535 Byron Avenue, Apt. 26 Miami Beach, FL 33141

Directors of the Corporation shall be elected in a manner provided in the bylaws. Members of the first Board of Directors shall serve until the first annual meeting, at which their successors are duly elected and qualified, or removed as provided in the bylaws.

Articles of Incorporation
Miami Beach Vocational Arts Center, Inc.

ARTICLE VI - OFFICERS

The affairs of the Corporation shall be managed by the officers of the Corporation who shall be elected in accordance with the bylaws of the Corporation. The persons who shall serve the Corporation as officers until the first meeting of the Board of Directors shall be as follows:

<u>Title</u>	<u>Person</u>
President	Annie Byrd
Vice-President	Dana Abramson
Secretary	Cris Ascunce
Treasurer	Sonia Diaz

ARTICLE VII - PERSONAL LIABILITY

No Officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the officers, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VIII - BYLAWS

The bylaws of the Corporation may be made, altered, amended or rescinded in whole or in part, by a majority vote of the Board of Directors at any regular meeting or at any special meeting called for such purpose.

ARTICLE IX - AMENDMENTS

These Articles may be amended, in whole or in part, by a majority vote of the Board of Directors at any regular meeting or any special meeting called for such purpose.

Articles of Incorporation
Miami Beach Vocational Arts Center, Inc.

ARTICLE X - DISSOLUTION & DISTRIBUTION OF ASSETS

At the time of dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, all remaining assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principle office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Articles of Incorporation
Miami Beach Vocational Arts Center, Inc.

ARTICLE XI - REGISTERED AGENT

The street address of the initial registered office of this Corporation and the name of the initial Registered Agent of this Corporation and such address are as follows:

Registered Agent

Street Address of Registered Office:

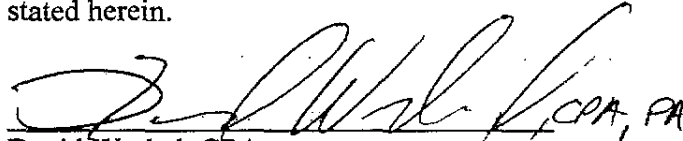
David Wrubel, CPA, PA

560 Lincoln Road., Suite 304
Miami Beach, Florida, 33139

ARTICLE XII - INCORPORATOR

The incorporator of this corporation is David Wrubel, CPA.

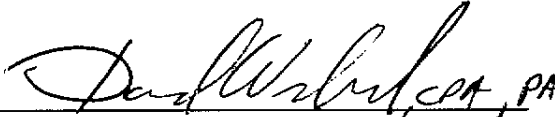
The undersigned incorporator certifies that he executes these articles for the purposes stated herein.


David Wrubel, CPA

date 9/17/04

Articles of Incorporation
Miami Beach Vocational Arts Center, Inc.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 17th day of September, 2004.



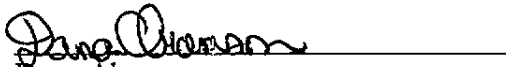
David Wrubel, CPA, PA
Registered Agent

date 9/17/04




Afoma Ezeala

date 9-17-04



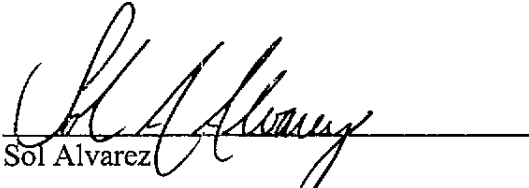
Dana Abramson

date 9-17-04




Sonia Diaz

date 9-17-04



Sol Alvarez

date 09/17/04



Cris Ascunce

date 9/17/04



Annie Byrd

date 9/17/04

Articles of Incorporation
Miami Beach Vocational Arts Center, Inc.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 17th day of September, 2004.

Edward Carpenter
Edward Carpenter

date 9-17-04

JOSE TREVINO
Jose Trevino

date 9/17/04