

No 5000001708

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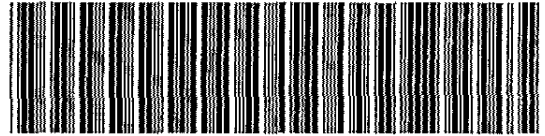
(Business Entity Name)

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February 17, 2005

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

South Florida Moe's Advertising Cooperative, Inc.

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include
Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
	Profit
X	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

ARTICLES OF INCORPORATION
OF
South Florida Moe's Advertising Cooperative, Inc.

In Compliance with the Chapter 617, F.S., (Not for Profit)

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DIVISION OF CORPORATIONS

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ARTICLE I NAME

The name of the Corporation shall be:

South Florida Moe's Advertising Cooperative, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2200 West Glades Road, Suite 1200B
Boca Raton, Florida 33431

ARTICLE III PURPOSE

The purpose for which the corporation is organized:

Advertising Cooperative Corporation

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

As stated in the Bylaws.

ARTICLE V INTIAL DIRECTORS/OFFICERS

The name and address information for the initial directors is as follows:

Jason Heidgerken
2200 West Glades Road, Suite 1200B
Boca Raton, Florida 33431

Darryl Nagao
2200 West Glades Road, Suite 1200B
Boca Raton, Florida 33431

Michael Burdick
11421 South Dixie Highway
Miami, Florida 33156

Scott Steinaud
10660 N.W. 19th Street
Miami, Florida 33172

ARTICLES VI INTIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida Street address of the registered agent is:

Jason Heidgerken
2200 West Glades Road, Suite 1200B
Boca Raton, Florida 33431

ARTICLE VII

Further, said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, 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, or the corresponding section of any future federal tax code.

ARTICLE VIII

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 distributions in furtherance of the purposes set forth in Article Third 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, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IX

Upon the dissolution of the corporation, 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 principal 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 VII INCORPORATOR

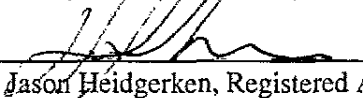
The name and address of the Incorporator is:

Jason Heidgerken
2200 West Glades Road, Suite 1200B
Boca Raton, Florida 33431


Jason Heidgerken, Incorporator

2-15-05
Date

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 my 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 obligations of my position as registered agent.


Jason Heidgerken, Registered Agent

2-15-05
Date

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