

N0500001782

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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☐ WAIT

☐ MAIL

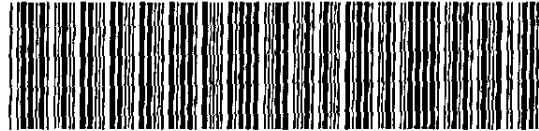
(Business Entity Name)

(Document Number)

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TALLAHASSEE

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**ARTICLES OF INCORPORATION OF
LOVE, MIAMI FOUNDATION, INC.**

The undersigned incorporator hereby forms a non-profit corporation under Chapter 617 of laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: **LOVE, MIAMI FOUNDATION, INC.**

ARTICLE II. ADDRESSES

The address of the initial principal office of this corporation shall be 85 NW 154 Street, Miami, FL 33169 and the mailing address of the corporation.

ARTICLE III. PURPOSE

The purpose for which this corporation are formed are exclusively charitable to wit:

- (a) to accept, hold, invest, reinvest and administer any gifts, bequests, devises, benefits or trusts (but not to act as trustee of any trust), and property of any sort, without limitation as to amount or value, and to use, disburse, or donate the income or principal thereof for exclusively charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code").
- (b) alone or in cooperation with other persons or organizations, to do any and all lawful acts and things which may be necessary, useful, suitable or proper for the furtherance, accomplishment, or attainment of any or all of the purposes or powers of the corporation.
- (c) notwithstanding any other provision in these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under section 501(c)(3) of the Code and the regulations promulgated thereunder, as they now exist or they may hereafter be amended, or by an organization contributions to which are deductible under section 170(c)(2) of the Code and the regulations promulgated thereunder, as they now exist or they may hereafter be amended.
- (d) the corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Code or corresponding provisions of any subsequent federal tax laws.
- (e) the corporation shall not retain any excess business holdings as defined in section 4943(c) of the Code or corresponding provisions of any subsequent federal tax laws.
- (f) the corporation shall not make any investments in such manner as to subject it to tax under section 4944 of the Code or corresponding provisions of any subsequent federal tax laws.

(g) the corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Code or corresponding provisions of any subsequent federal tax laws.

(h) the corporation shall not make any taxable expenditures as defined in section 4945(d) of the Code or corresponding provisions of any subsequent federal tax laws.

ARTICLE V. INCOME AND DISTRIBUTIONS.

No part of the income of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation or any 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 member, trustee, director, 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.

ARTICLES V. DIRECTORS.

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than three directors. The name of each member of the Corporation's initial directors of the corporation shall be Lily Berger-Pettyjohn, John Clarke and Juan Rosas. The Directors shall be protected from personal liability to the fullest extent permitted by law. The method of election or appointment of the members of the board of directors shall be as set forth in the Bylaws of this corporation.

ARTICLE VI. REGISTERED AGENT AND OFFICE.

The street address of the initial registered office of the corporation shall be 85 NW 154 Street, Miami, FL 33169, and the name of the initial registered agent of the corporation at that address is Lily Berger-Pettyjohn.

ARTICLE VII. DISSOLUTION.

Upon the dissolution of the corporation of the winding up of its affairs, all of the remaining assets and property of the corporation shall, after payment of all debts and obligations of the corporation, be used or distributed to one or more such organizations as shall qualify under section 501(c)(3) of the Code.

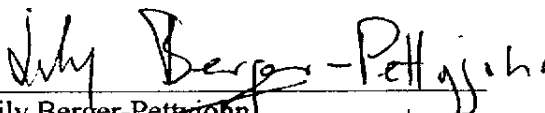
ARTICLE VIII. NO LOBBYING.

The substantial part of the activities of the corporation shall not be the carrying on of propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE IX. INCORPORATOR.

The name and street address of the incorporator to these Articles of Incorporation is: Lily Berger-Pettyjohn, 85 NW 154 Street, Miami, FL 33169.

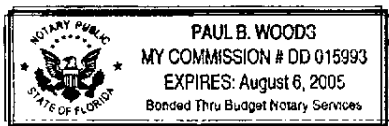
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on January 26th, 2005.

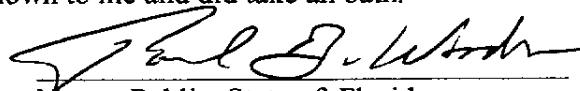

Lily Berger-Pettyjohn

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was executed and acknowledged before me this 26 day of January, 2005, Lily Berger-Pettyjohn, who is personally known to me and did take an oath.

My Commission Expires:




Notary Public, State of Florida
Printed, typed, or stamped name

Paul B. Woods, Esq.
8367 Bird Road
Miami, FL 33155
Tel.: (305) 559-9060
Fla. Bar # 332135

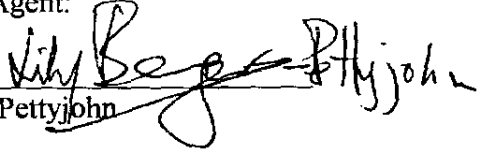
DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida. Love, **Miami Foundation, Inc.**, a not for profit corporation organizing under the laws of the State of Florida, with its principal office located at 85 NW 154 Street, Miami, FL 33169, has named Lily Berger-Pettyjohn, whose address is 85 NW 154 Street, Miami, FL 33169 as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

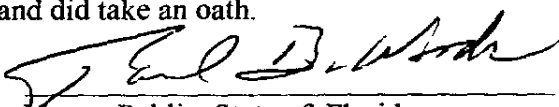

Lily Berger-Pettyjohn

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

Sworn to and subscribed before me this 26th day of January, 2005. The undersigned notary public specifies that Lily Berger-Pettyjohn personally appeared before the notary at the time of notarization. Affiant is personally known and did take an oath.

My Commission Expires:




Notary Public, State of Florida
Printed, typed, or stamped name

FILED
05 JAN 31 AM 9 26
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 7, 2005

PAUL B. WOODS
8367 BIRD ROAD
MIAMI, FL 33155

SUBJECT: LOVE, MIAMI FOUNDATION, INC.
Ref. Number: W05000006062

We have received your document for LOVE, MIAMI FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

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) 245-6955.

Suzanne Hawkes
Document Specialist
New Filings Section

Letter Number: 305A00008312

LAW OFFICES
PAUL B. WOODS

8367 BIRD ROAD
MIAMI, FLORIDA 33155

PAUL B. WOODS, J.D., L.L.M.

TELEPHONE (305) 559-9060
FAX (305) 559-9010

January 28, 2005

Secretary of State
State of Florida
Corporate Records Bureau
P. O. Box 6327
Tallahassee, FL 32314

Re: Not-for-profit new corporation
Love, Miami Foundation, Inc.

Dear Clerk:

Enclosed please find the following:

1. Original and one (1) copy of the Articles of Incorporation.
2. Original and one (1) copy of Certificate Designating Place of Business and Resident Agent for Service of Process.
3. My check in the amount of \$78.75 to the Florida Dept. of State to cover the filing fee, registered agent fee and certified copy of stamped Articles of Incorporation.

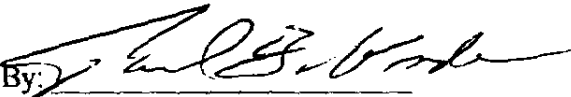
Please process this corporation at you earliest convenience and mail to the undersigned a stamped certified copy of said Articles of Incorporation.

Enclosed also please find a self-addressed and stamped envelope for your convenience in returning same to me.

Thank you for your attention hereto.

Very truly yours,

LAW OFFICE OF PAUL B. WOODS

By: 
Paul B. Woods