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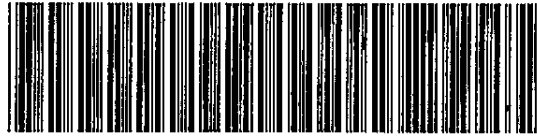
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TALLAHASSEE, FLORIDA

T. Burch SEP 13 2005

EDWARD ALAN BRIAN
ATTORNEY AT LAW
2632 HOLLYWOOD BLVD, SUITE 203, HOLLYWOOD, FL 33020
TELEPHONE: (754) 234-8764

September 8, 2005

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

Re: Incorporation of MIAMI-DADE MENTAL HEALTH COUNSELORS ASSOCIATION, INC..

Dear Sir:

Enclosed is an original and a copy of the Articles of Incorporation for the above proposed corporation, together with a designation of registered agent.

Also enclosed is a check payable to the order of Secretary of State in the amount of \$70.00, representing payment of the \$35.00 filing fee, and \$35.00 for the designation of registered agent.

Very truly yours,



Edward Alan Brian, Esq.

enc.

ARTICLES OF INCORPORATION
OF
MIAMI-DADE MENTAL HEALTH COUNSELORS ASSOCIATION, INC.
A FLORIDA NONPROFIT CORPORATION

FILED
05 SEP 12 PM 3:54
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby forms a corporation under Chapter 617 of the laws of the State of Florida.

ARTICLE I. CORPORATE NAME & ADDRESS

The name of the corporation shall be:

MIAMI-DADE MENTAL HEALTH COUNSELORS ASSOCIATION, INC.

The address of the principal office of this corporation shall be **12490 NE 7TH AVENUE, #211, NORTH MIAMI, FL 33161**, and the mailing address of the corporation shall be the same.

ARTICLE II. PURPOSES

This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The members shall not have a vested interest in the Corporation's assets and upon dissolution the Corporation must distribute all of its assets to one or more Section 501 (c)(3) organizations or governmental entities. The specific purposes of this corporation are to be organized and operate exclusively as a religious Buddhist Temple.

Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and that the assets and net earnings must not inure to the benefit of any member, officer, or director; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

This corporation shall not carry on propaganda or attempt to influence legislation; shall not participate in or on behalf of , including the publishing or distributing of statements, any political campaign, candidate, or public office.

ARTICLE III. NON STOCK BASIS

The Corporation is organized (and shall be operated) on a non stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

ARTICLE IV. REGISTERED AGENT NAME & ADDRESS

The name of the initial registered agent of the corporation shall be:

SUZETTE FLEISCHMANN

The street address of the initial registered office of the corporation shall be

12490 NE 7TH AVENUE, #211, NORTH MIAMI, FL 33161

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. MEMBERS

This corporation shall have Voting Members, who shall be elected (and may be removed) by the Voting Members, and who shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such a manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

- | | |
|------------------------|--|
| 1) SUZETTE FLEISCHMANN | 12490 NE 7TH AVENUE, #211, NORTH MIAMI, FL 33161 |
| 2) THERESE ASTOLFO | 12490 NE 7TH AVENUE, #211, NORTH MIAMI, FL 33161 |
| 3) JANETTE YANES | 12490 NE 7TH AVENUE, #211, NORTH MIAMI, FL 33161 |
| 4) EVELYN GUERRA | 12490 NE 7TH AVENUE, #211, NORTH MIAMI, FL 33161 |

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall initially have four Directors whose names and addresses are:

- | | |
|------------------------|--|
| 1) SUZETTE FLEISCHMANN | 12490 NE 7TH AVENUE, #211, NORTH MIAMI, FL 33161 |
| 2) THERESE ASTOLFO | 12490 NE 7TH AVENUE, #211, NORTH MIAMI, FL 33161 |
| 3) JANETTE YANES | 12490 NE 7TH AVENUE, #211, NORTH MIAMI, FL 33161 |
| 4) EVELYN GUERRA | 12490 NE 7TH AVENUE, #211, NORTH MIAMI, FL 33161 |

The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the Bylaws but shall in no case be less than three.

The officers of the corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the corporation is as follows:

Title	Name	Address
President	SUZETTE FLEISCHMANN	12490 NE 7TH AVENUE, #211, NORTH MIAMI, FL 33161
President (Elect)	THERESE ASTOLFO	12490 NE 7TH AVENUE, #211, NORTH MIAMI, FL 33161
Secretary	EVELYN GUERRA	12490 NE 7TH AVENUE, #211, NORTH MIAMI, FL 33161
Treasurer	JANETTE YANES	12490 NE 7TH AVENUE, #211, NORTH MIAMI, FL 33161

ARTICLE VIII INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is:

SUZETTE FLEISCHMANN
12490 NE 7TH AVENUE, #211, NORTH MIAMI, FL 33161

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation this _____ day of _____, 2005.



SUZETTE FLEISCHMANN

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Having been designated as the Initial Registered Agent in the above and foregoing Articles to accept service of process on the corporation at the initial registered office designated in these Articles, I am familiar with and hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining to the position of Registered Agent under Section 607.0505, Florida Statutes.



SUZETTE FLEISCHMANN