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TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

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

SUBJECT:	Miami Arts Design & Entertainment Merchants Association, Inc. (PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)			
Enclosed is an origina \$70.00 Filing Fee	al and one (1) copy of the arti \$78.75 Filing Fee & Certificate of Status	cles of incorporation at \$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate	
FROM:	Rick Del Vecchio Name (Printe			
	8205 NW 30th Terrace Add			
	Miami, FL 33122 City, State & Zip			
	305-438-4383		_	

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

Daytime Telephone number

Articles Of Incorporation

Of

MIAMI ARTS DESIGN & ENTERTAINMENT MERCHANTS ASSOCIATION, INC.

A NONPROFIT CORPORATION

The undersigned, natural person of the age of eighteen years or older, acting as incorporator for the purpose of creating a nonprofit corporation under the laws of the State of Florida in compliance with Chapter 617, F.S., do hereby set forth:

Article I The name of the corporation is <u>Miami Arts Design & Entertainment Merchants</u>

<u>Association</u>, Inc.

Article II The principal place of business and mailing address of this corporation is:

8205 NW 30th Terrace

Miami, FL 33122

Article III The purposes for which the corporation is organized are:

a. Miami Arts Design & Entertainment Merchants Association, Inc. is organized for any and all allowable exempt purposes within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

No part of the net earnings of the corporation shall inure to the benefit of any director, officer of the corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the corporation, and no 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.

Not withstanding any other provisions of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(6) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Article IV The board of directors of the corporation shall be elected or appointed in the manner and for the terms provided in the Bylaws.

Article V The names, addresses and titles of Directors / Officers are:

Stefano Campanini, President, 10 NE 40TH Street, Miami, FL 33137

Maria Ruiz, Secretary, 180 NE 40th Street, Miami, FL 33137

Steve Martin, Vice-President, 66 NE 40th Street, Miami, FL 33137

Wayne Taylor, Treasurer, 51 NE 40th Street, Miami, FL 33137

To Ma Lo dyn July

The address of the initial registered office of the corporation is Article VI

8205 NW 30th Terrace

Miami, FL 33122

and the name of the corporation's original registered agent at such address is Rick Del Vecchio

Article VII The name and address of the incorporator is as follows: Stefano Campanini, 10 NE 40th Street, Miami, FL 33137

Article VIII This corporation will have members.

Article IX Upon dissolution the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Internal Revenue Code section 501(c).

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familian with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent

Rick Der Vecchio

Signature/Incorporator Stefano Campanini

3-6-2606 Date 03-06-06 Date