

NO9000000437

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H09000008051 3)))



H090000080513ABCK

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To: Division of Corporations  
Fax Number : (850) 617-6381

From: Account Name : LAZARUS CORPORATE FILING SERVICE, INC.  
Account Number : I20000000019  
Phone : (305) 552-5973  
Fax Number : (305) 220-1440

FLORIDA PROFIT/NON PROFIT CORPORATION

MIMO BUSINESS IMPROVEMENT COMMITTEE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

RECEIVED  
DEPARTMENT OF STATE  
09 JAN 14 PM 3:09

2009 JAN 14 PM 2:09

RECEIVED  
LAZARUS  
TALLAHASSEE, FLORIDA

J. Shivers JAN 15 2009

1/13/2009 12:42 PM

305-444-8381 FAX: 305-220-1440 Jan. 14 2009 03:48 PM  
FROM: AZARUS 1/14/2009 2:05 PM PAGE 001/001 Florida Dept of  
850-617-8381 FAX: 850-617-8381



January 14, 2009

FLORIDA DEPARTMENT OF STATE

Division of Corporations  
AZARUS CORPORATE FILING SERVICE, INC.

SUBJECT: MIMO BUSINESS IMPROVEMENT COMMITTEE, INC.  
REF: W09000001965

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and resubmit the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to resubmit this document until the legibility has been improved.

If you have any further questions concerning your document, please call (850) 245-6973.

Laretha Golden  
Regulatory Specialist II  
Law Filing Section

FAX Ref. #: H09000008051  
Letter Number: 309A00001457

RECEIVED/RECEIVED 2130563896862  
FAX NO: 3052201440 Jan 14 2009 03:49 PM  
FROM LAZARUS  
H09000008051

ARTICLES OF INCORPORATION  
OF

MiMo BUSINESS IMPROVEMENT COMMITTEE, INC.

The undersigned, acting as incorporator(s) of a not for profit corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I  
NAME OF CORPORATION

The name of the corporation shall be:

MiMo BUSINESS IMPROVEMENT COMMITTEE, INC.

ARTICLE II  
PRINCIPAL OFFICE

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

7001 Biscayne Boulevard, 2<sup>nd</sup> Floor  
Miami, Florida 33138

ARTICLE III  
PURPOSE

The corporation is incorporated to operate exclusively for charitable and educational purposes within the meaning of Sections 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future federal tax code) and more specifically:

1. to create a business improvement district that will revitalize Miami's historic MiMo Biscayne Boulevard as a clean, safe, vibrant and sustainable business corridor with a diverse mix of businesses and visitor destinations, and marketed with the theme of its Mid-Century architecture and Biscayne Boulevard's important location as the gateway to Miami's downtown;
2. to take remedial action to protect and prevent further physical, economic and social deterioration of Miami's historic MiMo Biscayne Boulevard and thereby educate and bring awareness to the community about the value of Miami's historic preservation, while lessening the burden to Miami's government;
3. to disseminate information of and bring awareness to the preservation, history, culture, architecture and public use of Miami's historic MiMo Biscayne Boulevard;
4. to aid, work with and participate in the activities of other organizations, individuals and public and private entities located within and outside Miami who are engaged in similar purposes;
5. to solicit and receive and administer funds to maintain, secure, clean, educate and promote the historic district and to that end to hold by bequest, devise, gift, grant, purchase, lease or otherwise, either absolutely or jointly with another person or corporation, any property, real, personal, tangible or intangible

H09000008051

FROM LAZARUS

FAX NO: 3052201440

Jan 14 2009 03:49 PM LAZARUS

H09000008051

or any undivided interest therein, without limitation as to amount of value; to sell, convey or otherwise dispose of any such property and to invest, reinvest or deal with the principal or the income thereof in such manner as, in the judgment of the corporation's directors, will best promote the purposes of the corporation without limitation, except such limitation, if any, as may be contained in the instrument under which such property is received, the bylaws of the corporation, or any laws applicable thereto.

7. The corporation also has such powers as are now or may hereafter be granted under the laws of the State of Florida that are in furtherance of the corporation's exempt purposes with the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding section of any future federal tax code.

8. In addition, in furtherance, but not in limitation thereof, the corporation shall not carry on propaganda or otherwise attempt to influence legislation except as an insubstantial part of its activities. The corporation shall not engage in any transaction or permit an act or omission which shall operate to deprive it of its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986. The corporation shall not in any manner or to any extent participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office, nor shall it engage in any "prohibited transaction" as defined in Section 503(b) of the Internal Revenue Code of 1986.

9. In the event this corporation is dissolved, its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or 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.

10. No part of the net earnings of the corporation shall inure to the benefit of any member of the corporation or other private individual except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered herein. None of the property of the corporation shall be distributed directly or indirectly to any member of the corporation except in fulfillment of its charitable and educational purposes enumerated herein.

#### ARTICLE IV MANNER OF ELECTION OR APPOINTMENT OF OFFICERS AND/OR DIRECTORS

1. Those members of the board who are not officers shall be elected by the membership at the annual general meetings from the members in good standing at the time of the vote.

2. Nominations for the board of directors shall be made in advance by a Nominating Committee appointed by the board and will be taken from the floor at the annual general meeting.

#### ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

Sinuhe Vega, President, 6900 Biscayne Boulevard, Miami, Florida 33138  
Nancy Liebman, Vice President, 9 Island Avenue, No. 408, Miami Beach, Florida 33139  
Barbara B. Glinenez, Secretary, 7001 Biscayne Boulevard, 2<sup>nd</sup> Floor, Miami, Florida 33138  
Bob Dugger, Treasurer, 7601 Biscayne Boulevard, Miami, Florida 33138

H09000008051

FROM: LAZARUS

FAX NO: 3052201440

Jan. 14, 2009 03:50 PM LAZARUS

H09000008051

ARTICLE VI  
INITIAL REGISTERED AGENT

The initial Registered Agent and street address is as follows:

BARBARA B. GIMENEZ

7001 Biscayne Boulevard, 2<sup>nd</sup> Floor  
Miami, Florida 33138

ARTICLE VII  
INCORPORATOR

The name(s) and address(es) of the Incorporator(s) signing these Articles is/are:

NAME(S)

ADDRESS(ES)

BARBARA B. GIMENEZ

7001 Biscayne Boulevard, 2<sup>nd</sup> Floor  
Miami, Florida 33138

IN WITNESS WHEREOF, the undersigned incorporator(s) has/have executed these Articles of Incorporation, for the purpose of forming a corporation not for profit under the laws of the State of Florida, on this 15<sup>th</sup> day of January, 2009.

  
BARBARA B. GIMENEZ

REGISTERED AGENT ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in these articles, I hereby accept to act in this capacity and agree to comply with the provisions of applicable Florida law relative to keeping said office open.

  
BARBARA B. GIMENEZ

2009 JAN 14 PM 03:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H09000008051