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10 JUL 16 PM 4:21  
TALLAHASSEE, FLORIDA

km 7/20/10

## COVER LETTER

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

**SUBJECT:** Miami Children's Initiative, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Irene Taylor-Wooten  
Name (Printed or typed)

111 NW First Street, 29th Floor  
Address

Miami, FL 33128-1994  
City, State & Zip

305.375.2713  
Daytime Telephone number

ITW9@miamidade.gov  
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION  
of  
MIAMI CHILDREN'S INITIATIVE, INC.

FILED  
10 JUL 16 PM 4:26  
TALLAHASSEE, FLORIDA  
STATE

The undersigned natural person of the age of twenty-one years or more, acting as incorporator, for the purpose of forming a not-for-profit corporation in compliance with Chapter 617 of the Florida Statutes, does hereby make, subscribe and file these Articles for that purpose and certifies:

- FIRST: The name of the corporation is MIAMI CHILDREN'S INITIATIVE, INC. (hereinafter referred to as the "Corporation").
- SECOND: The period of duration is perpetual.
- THIRD: The Corporation is organized and will be operated exclusively for the following charitable, educational, and community engagement purposes within the meaning of 501(c)(3) of the Internal Revenue Code. Specifically, the corporation is organized:
- (A) To implement Section 409.147 of the Florida Statutes, which was enacted by the Florida Legislature to assist in creating a community-based service network that develops, coordinates, and provides quality education, accessible health care, youth development programs, opportunities for employment, and safe and affordable housing for children and families living within the boundaries of the Liberty City neighborhood.
  - (B) To facilitate fundraising including the solicitation of grants and contributions for the Corporation's exempt corporate purposes.
  - (C) To secure broad community ownership of the children's initiative.
  - (D) To implement and govern the children's initiative community plan.

In pursuance of these purposes it shall have the powers to carry on any business or other activity which may be lawfully conducted by a corporation organized under Chapter 617 of the Florida Statutes whether or not related to the foregoing purposes, and to do all things necessary, proper and consistent with maintaining tax exempt status under section 501(c)(3). Pursuant to Florida Statute Section 409.147, the Florida Legislature specifically declared that the Corporation is subject to Florida Statutes Chapter 119 relating to public records, Chapter 286 relating to public meetings and records, and Chapter 287, relating to procurement of commodities or contractual services.

FOURTH: The Directors of the Corporation shall be elected or appointed in the manner set forth in the Corporation's By-Laws. The Board of Trustees shall be appointed in the manner set forth in the Corporation's By-Laws.

FIFTH: The registered agent is Sonia Grice, who is a resident of the state of Florida. The address of its initial registered office is Stephen P. Clark Center, 29<sup>th</sup> Floor, 111 NW 1<sup>st</sup> Street, Miami, FL , 33128-1994.

SIXTH: Upon dissolution of the corporation, its Board of Directors shall make provision for the payment of all of the liabilities of the Corporation. The remaining assets shall be disposed of exclusively for the exempt and charitable purposes of the corporation or distributed to such organizations organized and operated exclusively for charitable purposes which shall, at the time, qualify as exempt organizations under section 501(c)(3). Any of such assets not so distributed within a reasonable period of time after the dissolution of the Corporation shall be disposed of in accordance with the direction of any court having jurisdiction in the county in which the principal office of the Corporation last was located, exclusively in such manner as in the judgment of such court would accomplish the purposes for which the Corporation was formed.

SEVENTH: The Corporation shall have no members.

EIGHTH: Notwithstanding any powers granted to the Corporation by these Articles, the By-laws of the Corporation, or the laws of the State of Florida, the following limitations of powers shall apply and be paramount:

(a) The Corporation shall not conduct or carry on any activities not permitted by Section 501(c)(3) of the Internal Revenue Code and its regulations, as amended.

(b) The Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization to which contributions are deductible under Sections 170, 2055, or 2522 of the Internal Revenue Code and its regulations, as amended.

(c) 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 publication or distribution of statements), any political campaign on behalf of any candidate for public office.

(d) No part of the net earnings of the Corporation shall be distributed to any Director, Officer, or employee of the Corporation, or any other private person; provided, however, that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and the Corporation may confer benefits upon its employees in conformity with its purposes.

(e) No Director, Officer, or employee 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.

NINTH: The name and address, including street and number, of the incorporator is:

Name: Irene N. Taylor-Wooten  
Address: 111 NW 1<sup>st</sup> Street, 29<sup>th</sup> Floor  
City, State: Miami, Florida 33128-1994

The undersigned incorporator has executed these Articles of Incorporation this

13 day of July, 2010.

The principal street address and mailing address, if different is:

Signature of Incorporator:

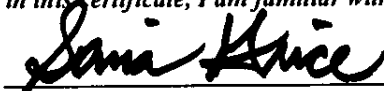
111 NW First Street, 29th Floor  
Miami, Florida 33128-1994



Typed name of Incorporator: Irene Taylor-Wooten

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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 familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent Sonia Grice

07/13/10  
Date

FILED  
10 JUL 16 PM 4:24  
TALLAHASSEE, FLORIDA