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CORPORATE FILING SERVICE

3320 SW 87TH AVENUE

ORPORATION NAME(S) & DOC	Office Use Only 'UMENT NUMBER(S), (if known):
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ENTERTAINME (Corporation Name)	MT AND SHOWS, INC.
(Corporation Name)	(Document #)
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(Corporation Name)	(Document #)
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NEW FILINGS	<u>AMENDMENTS</u>
Profit	Amendment
Profit Not for Profit	Amendment Resignation of R.A., Officer/Director
Profit	Amendment
Profit Not for Profit Limited Liability	Amendment Resignation of R.A., Officer/Director Change of Registered Agent
Profit Not for Profit Limited Liability Domestication	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal
Profit Not for Profit Limited Liability Domestication Other	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger
Profit Not for Profit Limited Liability Domestication Other OTHER FILINGS	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/QUALIFICATION Foreign Limited Partnership
Profit Not for Profit Limited Liability Domestication Other OTHER FILINGS Annual Report	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/QUALIFICATION Foreign

ARTICLES OF INCORPORATION

OF

ENTERTAINMENT AND SHOWS, INC.

(A Corporation Not for Profit)

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Florida, do hereby certify:

First: The name of the Corporation shall be ENTERTAINMENT AND SHOWS, INC.

Second: The place in this state where the principal office of the Corporation is to be located is 11400 N.W. 22nd Avenue, Miami, Miami-Dade County, Florida 33168.

Third: Said corporation is organized exclusively for charitable; religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Fourth: The election of Directors shall be made by a majority vote of the members of the Board then present at an annual meeting called by giving seven (7) days written notice to each member, on the first Thursday of each January, each year.

The names and addresses of the persons who are the initial Directors of the corporation are as follows:

Alberto Allen - 11400 N.W. 22nd. Avenue, Miami, Florida 33168;

Mary Turner - 2105 N.W. 119th. Street, Miami, Florida 33167; and

Joseph Watson, 2260 N.W. 60th Street, Miami, Florida 33142.

Fifth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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Seventh: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Eighth: The name and Florida street address of the registered agent is:

Alberto Allen - 11400 N.W. 22nd. Avenue, Miami, Florida 33168.

Ninth: The name and address of the Incorporator is:

Alberto Allen - 11400 N.W. 22nd. Avenue, Miami, Florida 33168.

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.

al allow			September / 2010	(D= (r) An
Signature/Registered Agent			Date	
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Signature/Incorporator			Date	16 NY C
STATE OF FLORIDA	3			PROPERTY.
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COUNTY OF MIAMI-DADE	1	W		25 A

I HEREBY CERTIFY that on this day of September, 2010, before me, the undersigned authority, personally appeared ALBERTO ALLEN, who executed the foregoing instrument, and severally acknowledged the execution of said instrument for the uses and purposes therein stated.

Notary Public, State of Florida BARNEY B. AVCHEN

PRINTED NAME OF NOTARY PUBLIC

