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Amendment Section

Division of Corporation

NAME OF CORPORATION:

OLYMPIA CENTER, INC.

DOCUMENT NUMBER:

N10000008803

Pursuant to the provisions of section 617.1007, Florida Statutes, the enclosed *Restated Articles of Incorporation* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

RALPH G. PATINO
PATINO & ASSOCIATES, P.A.
225 ALCAZAR AVENUE
CORAL GABLES, FL 33134
RPATINO@PATINOLAW.COM

For further information concerning this matter, please call:

ALLISON J. LEONARD at (305) 443-6163

Enclosed is a check for \$52.50 made payable to the Florida Department of State for the Filing fee, Certificate of Status, and Certified Copy.



FLORIDA DEPARTMENT OF STATE **Division of Corporations**

September 19, 2011

RALPH G. PATINO PATINO & ASSOCIATES, P.A. 225 ALCAZAR AVENUE CORAL GABLES, FL 33134

SUBJECT: OLYMPIA CENTER, INC.

Ref. Number: N10000008803

We have received your document for OLYMPIA CENTER, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please entitle your document Restated Articles of Incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6964.

Irene Albritton Regulatory Specialist II

Letter Number: 111A00021555

RESTATED

ARTICLES OF INCORPORATION

OF

OLYMPIA CENTER, INC.

(A CORPORATION NOT FOR PROFIT)

The undersigned, acting as incorporator of OLYMPIA CENTER, INC. under the Florida Not for Profit Corporation Act (Chapter 617, F.S.), adopts the following articles of incorporation:

ARTICLE I

The name of the corporation shall be OLYMPIA CENTER, INC. (hereafter, the "Corporation"). The seal of The Corporation shall contain the words "Olympia Center, Inc. a corporation not-for-profit".

ARTICLE II PRINCIPAL OFFICE

The principal offices of the Corporation shall be located in the State of Florida, County of Miami-Dade at such place as the Board of Directors may, from time to time, designate. The mailing address of the Corporation shall be located at the office of the Corporation. On the date of signing of these Articles, the office of the Corporation is at 169 E. Flagler Street, Suite 837, Miami, Florida 33131.



ARTICLE III PURPOSE

The mission of Olympia Center, Inc. is to preserve and promote the Olympia Theater and Office Building as a dynamic, downtown cultural institution.

The Corporation is organized and shall operate exclusively for cultural, charitable and educational purposes of conducting or supporting activities for the benefit of or to carry out the purposes of Olympia Center, Inc. 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. The Corporation may engage in only such activities permitted under the laws of the State of Florida and the United States of America as shall constitute activities in furtherance of such exempt purposes.

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.

ARTICLE IV DEDICATION AND DISTRIBUTION OF ASSETS

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.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable organizations which would then qualify under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

ARTICLE V INCORPORATOR AND ADDRESS

The Incorporator is Ralph G. Patino, Esq. and the office of the initial registered agent is located at 225 Alcazar Avenue, Coral Gables, Florida 33134.

ARTICLE VI INITIAL DIRECTORS

The power of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors may be increased or decreased from time to time as authorized by a majority vote of the members, but shall never be less than three (3) persons. Directors shall be elected to hold office in accordance with the methods prescribed in the Bylaws of the Corporation. The names and addresses of the first members of the Board of Directors are as follows:

Name	<u>Address</u>
Herman Echevarria	848 Brickell Avenue, Suite 430 Miami, Florida 33131
Ralph G. Patino	225 Alcazar Avenue Coral Gables, Florida 33134
Carlos Trueba	1985 88th Court, Suite 101 Doral, Florida 33172

ARTICLE VII BYLAWS

The Board of Directors of the Corporation may provide such Bylaws for the conduct of the business of the Corporation and the carrying out of its purposes as such Directors may deem necessary from time to time. Upon notice properly given, the Bylaws may be amended, altered or restricted by majority vote of the Directors present at any regular or special meeting called for that purpose, subject to any limitations set forth in the Florida Not for Profit Corporation Act.

ARTICLE VIII AMENDMENTS TO ARTICLES OF INCORPORATION

An amendment to these Articles of Incorporation may be proposed by any Director of the Corporation, but such amendment may be adopted only after receiving an affirmative vote of the majority of the Directors.

ARTICLE IX INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial registered agent of the Corporation is Ralph G. Patino, Esq. and the office of the initial registered agent is located at 225 Alcazar Avenue, Coral Gables, Florida 33134.

<u>ARTICLE X</u> INDEMNIFICATION

Every person who now is or hereafter shall be a Director or Officer of the Corporation shall be indemnified to the fullest extent permitted by law by the Corporation against all costs and expenses (including counsel fees) hereafter reasonably imposed upon him or her in conjunction with, or resulting from, any action, suit or proceedings of whatever nature, to which (s)he is or shall be made a party by reason of his or her having been a Director or Officer of the Corporation (whether or not (s)he is a Director or Officer of the Corporation at the time (s)he is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him or her). The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled as a matter of law.

IN WITNESS WHEREOF, the undersigne Incorporation of this 12th day of 2 Corporation not for profit under the laws of	d has made, subscribed and acknowledged these Articles of Lember., 2010, for the purposes of forming this the State of Florida. Ralph G. Patino, Esq.
STATE OF FLORIDA)	
) SS: COUNTY OF MIAMI-DADE)	•
2010, by Ralph G. Patino, Esq. as Incocorporation on behalf of said entity	ged before me this 17 day of September. orporator of Olympia Center, Inc., a Florida not for profit He is personally know to me or has produced tion and did take an oath.
	Angula A. Punlas Signature, Notary Public
ANGELA J. DUALAP MY CONCLOSSION & CO 958014 EXPERES: February 8, 2014 Bonded Thru Notary Public Underwitters	Printed Name, Notary Public My Commission Expires: 2-3-2014

Commission No. DD 958014

REGISTERED AGENT CERTIFICATE

OF

OLYMPIA CENTER, INC.

Having been named as registered agent and to accept service of process for OLYMPIA CENTER, INC at the place designated the Articles of Incorporation, I, Ralph G. Patino, Esq., hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: September 17th, 2010.

Ralph G. Palino, Esq.

CERTIFICATE OF RESTATEMENT OF ARTICLES OF INCORPORATION OF OLYMPIA CENTER, INC. N10000008803

Pursuant to the provisions of section 617.1007, Florida Statutes, this *Florida Not For Profit Corporation* adopts the attached Restated Articles of Incorporation.

There are no members or members entitled to vote on any amendment to the restatement. The Board of Directors adopted the restatement on September 17, 2010.

Date of restatement: September 17, 2010

Effective date:

September 17, 2010

Dated: September 6, 2011

Signature: HERMAN ECHEVARRIA, PRESIDENT

Title: