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(City/State/Zip/Phone #)

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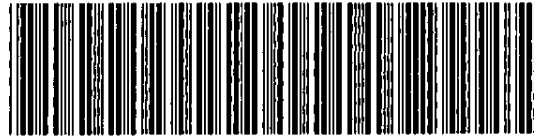
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11 NOV - 9 AM 11:00

DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

11 NOV - 9 AM 11:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/11

COVER LETTER

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

SUBJECT: Miami Beach Hospitality Coalition, 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: Jennifer S. Blohm

Name (Printed or typed)

131 N. Gadsden St.

Address

Tallahassee, FL 32301

City, State & Zip

(850)878-5212

Daytime Telephone number

E-mail address: (to be used for future annual report notification)

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

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11 NOV -9 AM 11:15

ARTICLES OF INCORPORATION
OF
MIAMI BEACH HOSPITALITY COALITION, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of this Corporation not for profit pursuant to Chapter 617, Florida Statutes, adopt the following articles of incorporation as follows:

I.
NAME

The name of this Corporation is MIAMI BEACH HOSPITALITY COALITION, Inc. The initial address of the corporation is c/o Shutts & Bowen, LLP, Alexander I. Tachmes, Esq., 201 South Biscayne Boulevard, Suite 1500, Miami, Florida 33131.

II.
DURATION

The period of the duration of this Corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon filing with the Secretary of State.

III.
PURPOSE

The Corporation is organized for the purpose of promoting the business interests of the owners and operators of hotels, restaurants, nightclubs and similar facilities (the "businesses") within the State of Florida in order to improve the business of such entities. The purposes for which this corporation are organized are exclusively non-profit and for the sole purpose of improvement of business conditions of the businesses in accordance with Section 501(c)(6) of the Internal Revenue Code of 1954, as amended, or the corresponding provision of any future United States Internal Revenue law. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities which are not permitted to be carried on by an organization exempt from taxation pursuant to the Internal Revenue Code of 1954, Section 501(c)(6).

IV.
MEMBERS

The members of the Corporation shall be as provided in the by-laws. There may be separate classes of membership prescribed in the by-laws.

V.
REGISTERED AGENT

The street address and city of the registered office of the Corporation is:

c/o Alexander I. Tachmes, Esq.
201 South Biscayne Boulevard, Suite 1500
Miami, Florida 33131

The name of the registered agent at such address is Corporation Company of Miami.

VI.
BOARD OF DIRECTORS, EXECUTIVE COMMITTEE AND OFFICERS

The number of persons constituting the Board of Directors of the Corporation shall be not less than three nor more than fifteen as provided in the by-laws. The membership of the Board of Directors and the manner of their selection shall be provided in the by-laws. There shall be an Executive Committee of the Board which shall exercise the corporate powers of the Corporation as provided in the by-laws. The by-laws may also provide for the selection of such officers as are deemed necessary or desirable.

VII.
INDEMNIFICATION OF OFFICERS AND DIRECTORS

All officers and directors of this Corporation shall be indemnified by the Corporation as provided in the by-laws against all expenses and liabilities, including attorney's fees (including appellate proceedings) reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office. The Corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

VIII.
NON-STOCK BASIS

This Corporation is organized on a non-stock basis.

IX.
DISSOLUTION

In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section

501(c) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future law, or to the federal, state or local government for exclusively public purposes.

X.

NON-PROFIT STATUS

This organization is organized not-for-profit and is not intended to be nor is it organized for the purpose of engaging in any activity ordinarily carried on for profit. No part of the net earnings of this corporation will inure to the benefit of any member or other individual. The Corporation shall be primarily supported by membership dues and other income from activities substantially related to its tax exempt purpose.

XI.

INCORPORATORS

The name and address of the original incorporators of this Corporation are as follows:

Mike Palma	Tim Nardi	Tom Burchett
c/o Shutts & Bowen, LLP	c/o Shutts & Bowen, LLP	c/o Shutts & Bowen, LLP
Alexander I. Tachmes, Esq.	Alexander I. Tachmes, Esq.	Alexander I. Tachmes, Esq.
201 South Biscayne Blvd.	201 South Biscayne Blvd.	201 South Biscayne Blvd.
Suite 1500	Suite 1500	Suite 1500
Miami, FL 33131	Miami, FL 33131	Miami, FL 33131

IN WITNESS WHEREOF, the undersigned, being the incorporators of this corporation, have executed these articles of incorporation on the date indicated. The incorporators certify that the facts stated herein are true and correct. They are aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in section 817.155, Florida Statutes.

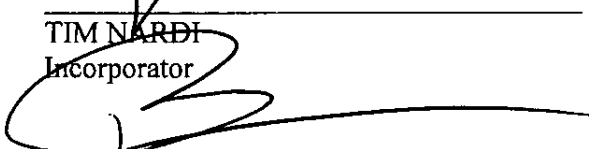
Date: 10/29/11


MIKE PALMA
Incorporator

Date: 11-3-11


TIM NARDI
Incorporator

Date: 10/29/11



TOM BURCHETT
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the places designated in these articles of incorporation, the company hereby agree to act in this capacity, and agrees to comply with the provisions of Section 48.091, Florida Statutes relative to keeping open said office for service of process at 201 South Biscayne Blvd., Suite 1500, Miami, Florida 33131.

CORPORATION COMPANY OF MIAMI

BY:


CAVELL ANDERSON
Assistant Secretary

Date:

11/08/2011

FILED
11 NOV -9 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA