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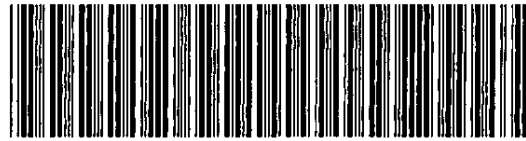
(Business Entity Name)

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

W12-37796

08/16/12



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
12 AUG 15 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 17, 2012

LYNDA RODRIGUEZ
2525 PONCE DE LEON BOULEVARD
SUITE 700
CORAL GABLES, FL 33134

SUBJECT: MIAMI 2.O, INC.
Ref. Number: W12000037796

We have received your document for MIAMI 2.O, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved business entity. The name of a voluntarily dissolved business entity is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved business entity provides the Department of State with an affidavit or letter, stating that they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

The document number of the name conflict is L10000070789 (MIAMI 20 LLC).

Please return the corrected original and one copy of 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) 245-6052.

Thomas Chang
Regulatory Specialist II
New Filing Section

Letter Number: 812A00019020

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August 13, 2012

VIA U.S. MAIL

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

Re: Miami 2.0, Inc., a Florida not for profit corporation

Ladies and Gentlemen:

We are herewith resubmitting the Articles of Incorporation for Miami 2.0, Inc., a Florida not for profit corporation for filing pursuant to letter to the undersigned dated July 17, 2012. A copy of said July 17, 2012 letter is enclosed herewith.

Should you need anything further please do not hesitate to contact me directly.

Very truly yours,


Lynda Rodriguez

Legal Assistant to Ignacio G. del Valle

/lr

**ARTICLES OF INCORPORATION
FOR
MIAMI 2.0, INC.,
a Florida not for profit corporation**

The undersigned, a citizen of the United States of America, desiring to form a Non-Profit Corporation pursuant to Chapter 617 of the Florida Statutes, hereby submits the following Articles of Incorporation:

ARTICLE I

The name of the Corporation shall be **MIAMI 2.0, INC.**, (hereinafter referred to as "Corporation").

ARTICLE II

The principal office address and mailing address of the Corporation is:

4921 SW 74th Court
Miami, Florida 33155

ARTICLE III

1. No Stock. The Corporation is organized upon a non stock basis.
2. No Members. The Corporation shall not have any members.

ARTICLE IV

The Corporation shall have perpetual existence.

ARTICLE V

The Corporation is organized and shall be operated exclusively for charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. In furtherance of such purposes, the Corporation shall be authorized:

1. To provide programs for rating not for profit organizations and to assist in their continuing training toward improvement of their financial health, their accountability and transparency, and the impact of their programs.
2. To create and support programs that facilitate collaborations between diverse community stakeholders, including encouraging for profit corporations to provide assistance, training and support to not for profit organizations, through volunteer and

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technical assistance initiatives, directly or through their membership in chambers and trade associations

3. To conduct and develop programs within the community related to improving early childhood and technological education, after-school mentoring, promotion of entrepreneurship opportunities, job training and placement, and other economic development initiatives

4. To solicit and accept contributions of money and property and to accept devises and bequests and all other monies and property made available by virtue of trusts, endowments, deeds of gift, annuities, policies of insurance, or otherwise, and to use, administer, invest, grant, expend, sell, lease, convey and dispose of any of its monies or property and invest or reinvest any proceeds therefrom, for the furtherance of the Corporation's purposes.

5. To do all acts and things requisite, necessary, proper, and desirable to carry out and further the objects for which this Corporation is formed; and, in general, to have all rights, privileges, and immunities, and enjoy all the benefits of the laws of the State of Florida applicable to corporations of this character, including, but not limited to, the powers described in Section 617.0302 of the Florida Statutes, subject however to the requirements of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, and to the other limitations provided in these Articles of Incorporation.

ARTICLE VI

The street address of the Corporation's registered office is:

2525 Ponce de Leon Blvd., Suite 700
Coral Gables, FL 33134

The name of the Corporation's registered agent at this office is:

Ignacio G. del Valle

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TALLAHASSEE, FLORIDA

ARTICLE VII

The number of directors may be changed, from time to time, in accordance with the Bylaws, provided that there shall at all times be at least three (3) directors. The name and address of the person who shall serve as the initial board of directors until the first annual meeting of the directors or until their successors are elected and qualified are as follows:

Antonio Prado

4921 SW 74th Court
Miami, Florida 33155

Willie Duckworth

19100 NW 39th Avenue
Miami Gardens, Florida 33055

Joyce Rodriguez

6950 NW 12th Street
Miami, Florida 33126

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DATE 08-15-15 BY 60322
UCBAW/STP

The method of election of directors and their term of office shall be in accordance with the Bylaws.

ARTICLE VIII

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, 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 V 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.

ARTICLE IX

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.

ARTICLE X

To the maximum extent permitted by Florida law, the Corporation shall indemnify any person who was or is a party to any proceeding (other than an action by, or in the right of the Corporation), by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such

proceeding, including any appeal thereof, pursuant to the terms and conditions set forth in the Bylaws of the Corporation.

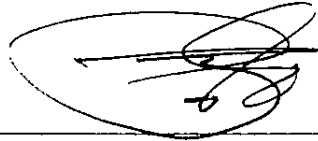
ARTICLE XI

The name and address of the incorporator is:

Antonio Prado

4921 SW 74th Court
Miami, Florida 33155

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 9th day of JULY, 2012.



Antonio Prado, Incorporator

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STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of Section 617.0501 of the Florida Not For Profit Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of **MIAMI 2.0, INC.**, a Florida not for profit corporation (the "Corporation"), in the Corporation's Articles of Incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the designated registered office, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Acceptance this 9th day of July, 2012.



Ignacio G. del Valle

12 AUG 15 PM 12:09
ALLAHAMSEE, FLORIDA