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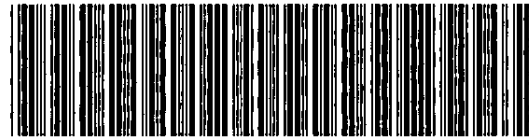
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 19, 2014

JUSTIN TRIEGER
2121 N BAYSHORE DR #1012
MIAMI, FL 33137

SUBJECT: BUSKERFEST MIAMI, INC.
Ref. Number: W14000050326

We have received your document for BUSKERFEST MIAMI, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

The registered agent must have a Florida street address. A post office box is not acceptable.

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.

Tyrone Scott
Regulatory Specialist II
New Filings Section

Letter Number: 514A00017672

COVER LETTER

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

SUBJECT: Buskerfest Miami, 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: Justin Trieger
Name (Printed or typed)
2121 N Bayshore Dr #1012
Address
Miami, FL 33137
City, State & Zip
305-798-7526
Daytime Telephone number
justin.trieger@gmail.com
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
Buskerfest Miami, Inc.**

These Articles of Incorporation, made and entered into on this the 7th day of August, 2014 evidencing that the undersigned incorporators have declared their forming a Corporation under Chapter 617, Florida Statutes, and existing under the laws of the State of Florida, are as follows:

**Article I
Name**

The name of the Corporation is Buskerfest Miami, Inc.

**Article II
Purpose**

The Corporation is organized exclusively for charitable, social, cultural and educational purposes as defined under section 501 (c)(3) of the Internal Revenue Code, or its successor provisions, for the purposes of:

improving civic life through public street performance by:

- a) Building a network of local musicians, visual artists, dancers, poets, acrobats and more.
- b) Uniting private and non-profit organizations for events and performances.
- c) Supporting efforts to recognize the constitutional rights of public performers.
- d) Keeping local government involved in our efforts.
- e) Engaging community stakeholders to help integrate our neighborhoods and districts.
- f) Reimagining the use and function of Miami's public spaces.

**Article III
Registered Agent**

The street address of the Corporation's registered office shall be 2121 N. Bayshore Drive, #1012 Miami, FL 33137 and the name of the registered agent is Justin Trieger.

**Article IV
Principle Office**

The mailing address of the Corporation's principle office is 2121 N. Bayshore Drive, #1012 Miami, FL 33137.

**Article V
Terms of Existence**

The Corporation shall have perpetual existence.

**Article VI
Membership**

The Corporation shall have no members.

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DIVISION OF CORPORATIONS
STATE OF FLORIDA

Article VII
Board of Directors

The corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, a board of directors. The conditions of election to the board of directors and the number of directors (which number shall not be less than 3) shall be provided in the bylaws.

The initial Board of Directors shall consist of:

Chris Sopher 200 S. Biscayne Blvd. Suite 3300 Miami, FL 33131	President
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Justin Trieger 2121 N. Bayshore Dr. # 1012 Miami, FL 33137	Vice President
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Amy C. San Pedro 117 NE 48 th Street Miami, FL 33137	Treasurer
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Monica Soderman 574 NW 51 st Street Miami, FL 33127	Secretary
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Article VIII
Incorporators

The names and addresses of the incorporators of these Articles of Incorporation are Amy C. San Pedro, 117 NE 48th Street, Miami, FL 33137, and Justin Trieger, 2121 N Bayshore Drive #1012, Miami, FL 33137.

Article IX
Nonproprietary Limitations

The Corporation shall have no capital stock nor shall it operate for pecuniary profit. The Corporation shall have no power to issue certificates of stock or to declare dividends. The Corporation is dedicated to and operated exclusively for non-profit and charitable purposes. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Section 501(c)(3) purposes. No substantial part of the activities of the Corporation shall 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 provisions of these Articles, the Corporation shall not carry on any 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 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 Corresponding section of any Federal tax code).

Article X

Disposition of Assets

In the event of dissolution, the Board of Directors shall, after paying or making adequate provision for the payment of all liabilities of the Corporation, dispose of all corporate assets in such a manner, or to such organization or organizations organized and operated exclusively for charitable or organizational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code, or its successor provisions, as the board of directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the country in which the principle office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

Article XI

Amendment of Articles of Incorporation

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon directors and officers are subject to this reservation.

Article XII

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 the Board may deem necessary from time to time. Upon notice properly given, the Bylaws may be amended, altered or rescinded by majority vote of the Directors present at any regular or special meeting called for that purpose.

We are the incorporators submitting these Articles of Incorporation and affirm that the facts stated herein are true. We are aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S. We understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this Corporation and every year thereafter to maintain "Active" status.

WITNESS the signatures below on this the 7th day of August, 2014.

Amy C San Pedro
Amy C. San Pedro, INCORPORATOR

Justin Trieger
Justin Trieger, INCORPORATOR

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this the 7th day of August, 2014 by Amy C. San Pedro and Justin Trieger who are personally known to me or produced D.F.L. SS13-00382597-0 and T646-439-8424-0 as identification.

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DIVISION OF CORPORATIONS
STATE OF FLORIDA

By: [Signature]

Name: Wendy Sandoval

NOTARY PUBLIC, STATE OF FLORIDA

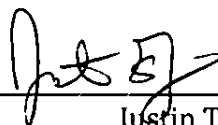
SEAL



**CONSENT OF INITIAL REGISTERED AGENT
TO APPOINTMENT AS AGENT**

The undersigned Justin Trieger, hereby accepts the appointment as registered agent contained in the Articles of Incorporation of Buskerfest Miami, Inc. and is familiar with and accepts the obligations of Section 617.0503 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed this Consent of Registered Agent this 7th day of August, 2014.



Justin Trieger, Registered Agent

THIS INSTRUMENT PREPARED BY



Amy C. San Pedro
117 NE 48th Street
Miami, FL 33137

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DIVISION OF CORPORATIONS
SECRETARY OF STATE