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## COVER LETTER

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

SUBJECT: SCORE MANAGEMENT GROUP FOUNDATION, 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: Andres E. Bazo  
Name (Printed or typed)

2555 Ponce de Leon Blvd. Suite 600  
Address

Coral Gables FL 33134  
City, State & Zip

305-3432125  
Daytime Telephone number

andres@score-management.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**

In compliance with Chapter 617, F.S. (Non for Profit)

### **ARTICLE I- NAME:**

The name of the Florida non-for-profit corporation shall be:  
**SCORE MANAGEMENT GROUP FOUNDATION, INC.**

### **ARTICLE II- ADDRESS:**

The street and mailing address of the corporation's initial office is:  
**SCORE MANAGEMENT GROUP FOUNDATION, INC.**  
2555 Ponce de Leon Blvd., Suite 600.  
Coral Gables FL 33134

### **ARTICLE III- PURPOSE:**

The corporation is organized and shall be operated exclusively for exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 (the Code) as amended or to corresponding provisions of future federal tax legislation.

### **ARTICLE IV- MEMBERSHIP:**

All persons interested in the purpose of the corporation are eligible for membership in the corporation if they are capable of contributing to the achievement of those purposes and the effective operation of the corporation, and if they comply with the requirements established from time to time in the Bylaws. Members shall have no voting rights or other rights except as provided in the Bylaws.

### **ARTICLE V- REGISTERED AGENT:**

The name and address of the registered agent of the corporation is:  
**SCORE MANAGEMENT GROUP, INC.**  
2555 Ponce de Leon Blvd., Suite 600  
Coral Gables FL 33134

### **ARTICLE VI- LIMITATIONS:**

No part of the net earnings of the corporation shall inure to the benefit of (or be distributable to) its directors, officers, members or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments or distributions in furtherance of any of its purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except as otherwise provided in section 501(h) of the Code. The corporation shall not participate or intervene in any political campaign (including the publishing or distributing of statements) on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any activities except those permitted to be carried on by a corporation exempt from federal

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income tax under section 501(c)(3) of the Code or by a corporation contributions to which are deductible under section 170(c)(2) of the Code.

If the corporation is at any time deemed to be a private foundation with the meaning of section 509(a) of the Code, then for the period in which the corporation is so deemed, the corporation shall distribute its income for each tax year at such time and in such manner as not to subject the corporation to tax under section 4942 of the Code, and the corporation shall not engage in any act of self dealing as defined in section 4941(d) of the Code, retain any excess business holdings as defined in section 4943(c) of the Code, make any investments as to subject the corporation to tax under section 4944 of the Code or make any taxable expenditures as defines in section 4945(d) of the Code.

**ARTICLE VII- BOARD OF DIRECTORS:**

The name of each member of the corporation's Board of Directors is:

ANDRES E. BAZO

ALFREDO MENDOZA

LUIS CARLOS PEREA

The affairs of the corporation shall be managed by the Board of Directors consisting of no less than three directors. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the corporation, but may never be less than three. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

**ARTICLE VIII- INCORPORATOR:**

The name and address of the incorporator is:

SCORE MANAGEMENT GROUP, INC.

2555 Ponce de Leon Blvd., Suite 600

Coral Gables FL 33134

**ARTICLE IX- DISSOLUTION:**

Upon the dissolution or winding up of the corporation, the assets remaining after payment (or provision for payment) of the corporation's debts and liabilities shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to state or local government, for a public purpose.

**ARTICLE X- CORPORATE EXISTENCE:**

The corporate existence of the corporation shall begin effective as of November 27, 2014.

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.

  
\_\_\_\_\_  
Registered Agent

11/24/14  
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any 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.

  
\_\_\_\_\_  
Incorporator

11/24/14  
Date

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