

May. 10. 2016 9:38AM

Division of Corporations

Gray Robinson

Page 1 of 2

Page 1 of 2

n1500006817

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H16000115560 3)))



H160001155603ABCZ

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : GRAYROBINSON, P.A. - ORLANDO
Account Number : I20010000078
Phone : (407) 843-8880
Fax Number : (407) 244-5690

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.**

Email Address: adosal@dosalcapital.com

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
MIAMI WINE AUCTION, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

16 MAY 10 AM 11:32

16 MAY 10 AM 11:32

FILED

2016 MAY 10 A 11:54

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

MAY 11 2016
T. LEMIEUX

H16000115560 3

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
MIAMI WINE AUCTION, INC.**

THE UNDERSIGNED, Alberto Dosal, as President & CEO of MIAMI WINE AUCTION, INC., a Florida not for profit corporation (the "Corporation"), for and on behalf of the Corporation, hereby executes these Articles of Amendment to the Articles of Incorporation of the Corporation:

ARTICLE FIRST: The name of the Corporation is MIAMI WINE AUCTION, INC.

ARTICLE SECOND: "ARTICLE II – PURPOSES" of the current Articles of Incorporation is hereby deleted in its entirety and restated as follows:

"ARTICLE II – PURPOSES"

This Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. The Corporation's charitable purposes include, but shall not be limited to, raising funds in support of the charitable mission of the NATIONAL PARKINSON FOUNDATION, INC., a Florida not for profit corporation qualified as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

In general, the Corporation shall do any and all acts and things, and exercise any and all powers which now or hereafter are lawful for the Corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the Corporation.

The purposes for which this Corporation is organized shall be limited to those which are strictly charitable. In no event shall this Corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (2) of a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

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 distributing of statements) any political campaign on behalf of any candidate for public office.

The Corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

H16000115560 3

H16000115560 3

No compensation shall be paid to any officer, director, trustee, creator or organizer of the Corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the Corporation. The Corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests."

ARTICLE THIRD: "ARTICLE III – POWERS" of the current Articles of Incorporation is hereby deleted in its entirety and restated as follows:

"ARTICLE III – POWERS"

The Corporation shall have all the powers granted to not for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the Corporation is organized. Subject to any applicable limitations, the Corporation shall have the power to receive, accept, use, hold, manage, and dispose of all types of real and personal property given, transferred, devised, or bequeathed to it, in trust or otherwise, for the purposes described above and for any purposes incidental thereto. In no event, however, shall the Corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) or Section 170 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder; nor shall the Corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of any private individual."

ARTICLE FOURTH: "ARTICLE X – DISSOLUTION" of the current Articles of Incorporation is hereby deleted in its entirety and restated as follows:

"ARTICLE X – DISSOLUTION"

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed by the Board of Directors to any one or more organizations qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the applicable rules and regulations thereunder. Any such assets not so disposed of shall be distributed by the Circuit Court of the county in which the principal office of the Corporation is located to such organization or organizations as said Court shall determine. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of a private individual."

ARTICLE FIFTH: The amendments to the Articles of Incorporation of the Corporation reflected herein were duly adopted by the Board of Directors of the Corporation by Resolution executed on the 25th day of April, 2016, in accordance with Section 617.0820 of the Florida Not for Profit Corporation Act. The Corporation presently has no members.

ARTICLE SIXTH: The effective date of these Articles of Amendment shall be upon the filing thereof with the Florida Department of State.

H16000115560 3

May. 10. 2016 9:39AM Gray Robinson

No. 0924 P. 4

H16000115560 3

IN WITNESS WHEREOF, the undersigned, Alberto Dosal, as President & CEO of the Corporation, has hereunto set his hand this 25th day of April, 2016.

MIAMI WINE AUCTION, INC., a Florida not for profit corporation

By: Alberto Dosal

Alberto Dosal, President & CEO

STATE OF FLORIDA
COUNTY OF Dade

The foregoing instrument was acknowledged before me this 25th day of April, 2016, by Alberto Dosal, as President & CEO of MIAMI WINE AUCTION, INC., a Florida not for profit corporation.



AFFIX NOTARY STAMP

Maria D. Padilla
Signature of Notary Public

Maria D. Padilla
(Print Notary Name)
My Commission Expires: Nov 11, 2018
Commission No.: FF173987

☒ Personally known, or
☐ Produced Identification
Type of Identification Produced



H16000115560 3