

N16000011577

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

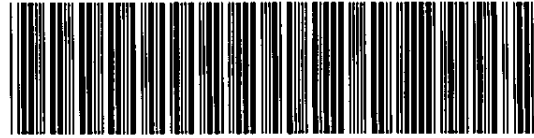
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000292135430

12/05/16--01001--005 **87.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2016 DEC -5 PM 2:15

12/06/16

Cover Letter

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

Subject: Miami Chamber Orchestra, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a
check for: \$87.50

Filing Fee, Certified Copy & Certificate

From: Michelle Sanchez
14314 SW 161 Street
Miami, FL 33177
786-624-8348
msanchez.viola@gmail.com

Articles of Incorporation

In compliance with Chapter 617, F.S., (Not for Profit)

Article I Name

The name of the corporation shall be: Miami Chamber Orchestra, Inc.

Article II Principal Office

Mailing address: Miami Chamber Orchestra, Inc.
1421 SW 107th Avenue #412
Miami, Florida 33174-2526

Article III Purpose

The city of Miami has been at the forefront of a cutting edge cultural renaissance over the course of the last decade. The Miami Chamber Orchestra strives to engage all sectors of the community by reflecting all that is happening culturally in South Florida. Pioneered by a group of highly trained musicians we aim to unite the traditional with the trendy, covering all areas of the repertoire in a way that captivates audiences.

The Corporation is organized exclusively for cultural, charitable and educational purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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, or the corresponding section of any future federal tax code.

Miami Chamber Orchestra's mission is to revive the spirit of the concert hall by producing dynamic and emotionally engaging performances with a fresh perspective to the traditional concert format. No part of the net earnings of the Miami Chamber Orchestra shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered. No officer or director of this corporation shall be personally liable for the debts or obligations of Miami Chamber Orchestra of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

The Miami Chamber Orchestra may be dissolved only with the authorization by its Board of Directors given at a special meeting called for that purpose and with subsequent approval by majority of the voting members. Upon the dissolution or termination of the Miami Chamber Orchestra, all remaining assets of the Miami Chamber Orchestra, after payment in full of all its debts, obligations, and necessary final expense, or after the making of adequate provision

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2007 DEC -5 PM 2:15

therefore, shall be distributed to such tax-exempt organizations as shall then be chosen by the existing Board of Directors of the Miami Chamber Orchestra. Any amendment to the Articles of Incorporation may be adopted by approval of majority of the Board of Directors.

Article IV Manner Of Election

Members of the board should be elected every two years with the majority consent by the rest of the board. All elections, nominations, and decisions will be made in a general meeting with at least 75% of the Board of Directors present at the meeting by the end of January. Members can nominate individuals to take their position and then the board votes using secret ballots.

Elections will held in January and officers will assume office on July 1st following the meeting in which they were elected. Artistic/Executive Director will have final say. Board members are only able to maintain two positions at a time. For example, a section player may be able to hold an administrative position with monetary compensation for both on the condition that they are able to perform both duties and are also subject to election every two years. Should a member be unable to complete his/her term, the Board of Directors will elect a member to complete the term. It is imperative that the majority of the Board of Directors be active musicians in order to represent the musical interests of Miami Chamber Orchestra, Inc.

Honorary annual positions on the Board of Directors are available to members who by July 1st pay annual tax deductible donations to the Miami Chamber Orchestra, Inc. of a minimum at least a minimum amount set by the Board. After making required donations, these members can make a combined total of up to 20% of the Board votes, but cannot receive any shares.

Article V Initial Officers and/or Directors

Jorge Vazquez

Artistic/Executive Director- In charge of season programming, guest soloists and artists, and conducting Miami Chamber Orchestra rehearsals and concerts. Other duties include running meetings with the Board of Directors, and oversees marketing.

271 West Park Drive No. 4
Miami, FL 33172

Michelle Sanchez

General Manager- Works alongside Artistic/Executive Director to oversee season programming, marketing and budget as well as librarian duties.

14314 SW 161st Street
Miami, FL 33177

Kathy Maichel

Orchestra Administrator- Maintains financial records and tax records, organizes schedule for Board of Director meetings, rehearsals and concerts for Miami Chamber Orchestra

Andres Villa

Orchestra Chairman- Represents the Miami Chamber Orchestra musicians in all Board of Directors meetings

17942 NW 59th Avenue Unit 102
Hialeah, FL 33015

Siobhan Cronin

Personnel Manager- Maintains personnel records for musicians and negotiates orchestra performer contracts

690 SW 1st Court APT 502
Miami, FL 33130

Article VI Registered Agent

Federico Baez

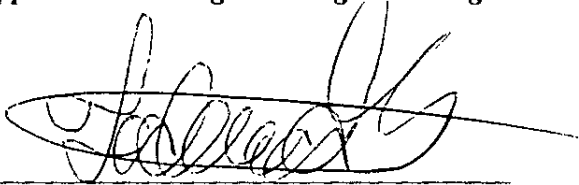
11652 NW 69th Terrace
Miami, FL 33178

Article VII Incorporator

Michelle Sanchez

14314 SW 161st Street
Miami, FL 33177

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.



Required Signature of Registered Agent

Nov. 29, 2016

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.



Required Signature of Incorporator

11/29/16

Date

5414
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2016 DEC -5 PM 2:15