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**FLORIDA PROFIT/NON PROFIT CORPORATION
VOICES OF MIAMI, INC**

Certificate of Status	0
Certified Copy	1
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N. SAMS

JAN 9 2017

**ARTICLES OF INCORPORATION FOR
VOICES OF MIAMI, INC**
A Florida not for Profit Corporation

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida Not For Profit Corporation adopts the original Articles of Incorporation dated January 4, 2017.

ARTICLE I: NAME

The name of the Corporation shall be: **VOICES OF MIAMI, INC**

ARTICLE II - PRINCIPAL OFFICE OF BUSINESS

The place in this state where the principal office of the Corporation is to be located is the City of Miami, Miami-Dade County. The principal office is to be located at:

2649 SW 27 CT
MIAMI FL 33133

ARTICLE III - Incorporator & Registered Agent

The Incorporator and Registered Agent will be Faustino J. Rodriguez residing at 6080 Bird Road Suite #10 Miami, Florida 33155

ARTICLE IV - PURPOSE

Voices of Miami Inc. is organized exclusively for charitable, religious, and educational purposes. Including, for such purposes activities of organizations under section 501(c)(3) of the Internal Revenue Code. **Voices of Miami Inc.** aims to present high-quality performances of classic and contemporary works, as well as, full productions of Opera, Zarzuelas & Choral under-performed music with cultural significance. **Voices of Miami Inc.** will encourage the occupational advancement of musicians by providing a forum and a platform for the development and presentation of their talents while promoting community well-being through musical education programs.

ARTICLE V - LIMITATION ON ACTIVITIES

No part of the net earnings of the corporation 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 and to make payments and distributions in furtherance of the purposes set forth in Article IV 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 VI - BOARD OF DIRECTORS

The founding members shall be the initial members of the Corporation. Qualification of new members and the manner of their admission shall be as prescribed in the Bylaws. The following founding members have venue and banking authority but no voting privileges

Grisel Dominguez, Founder and Chairman 2649 SW 27 CT Miami, FL 33133

Marilyn Cruz, Co-Founder and Chairman 2649 SW 27 CT Miami, FL 33133

The Board of Trustees may elect other officers as they may deem necessary. The officers will manage all the affairs of the Corporation. The founding members will initially serve as officers until the Board of Trustees officially appoints the officers. The officers of the Corporation will consist of a President, Vice-President, Secretary, Treasurer and Board Members. The officers and General Board Members of the Corporation will have no authority for banking issues unless specified by the Founding Members. The General Board Members are:

Juan Rubi, President 2649 SW 27 CT Miami, FL 33133

Argelia Candelario, Vice-President 2649 SW 27 CT Miami, FL 33133

Elena Diaz, Secretary 2649 SW 27 CT Miami FL 33133

Faustino J Rodriguez, Treasurer 2649 SW 27 CT Miami FL 33133

ARTICLE VII - VOTING RIGHTS

The Corporation shall be governed by a Board of Trustees. Voting Officers of the Board of Trustees shall not be less than four (4). The number of Trustees may be increased or decreased from time to time as prescribed by the Bylaws. The Trustees shall be selected for the terms and in the manner set forth by the Bylaws.

ARTICLE VIII - DISSOLUTION

Upon the dissolution of the corporation, the Members of the Corporation shall, after paying or making provisions for the payments of the liabilities of the Corporation, dispose of all the assets of the Corporation to an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code, or 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 IX - INDEMNIFICATION

The Corporation shall indemnify any Trustee or Officer or former Trustee or officer for expenses and costs (including attorney's fees actually and necessarily incurred thereby in connection with any claim asserted against that person, by action or otherwise, by reason of such person being or having been such Trustee or Officer, except in relations to matters to which such person shall have been guilty of gross negligence or willful malice with respect to the matter in which indemnity is sought. By orders of the Trustees, the Corporation may, under comparable terms and limitations indemnify employees and agents of the Corporation on behalf of the Corporation.

ARTICLE X - BYLAWS

The Board of Trustees shall provide such Bylaws for the conduct of its business and the carrying out of its purpose as it may be deemed necessary. The Bylaws may be amended by the Board of Trustees at any regular or special meeting of the Board of Trustees by a two-thirds majority vote of all active Trustees.

ARTICLE XI - REGISTERED AGENT

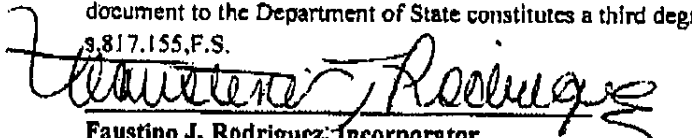
I, Faustino J. Rodriguez, at 6080 Bird RD Suite #10 Miami, FL. 33155 having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Faustino J. Rodriguez, Registered Agent

01/06/17
Date

ARTICLE XII - INCORPORATOR

I, Faustino J. Rodriguez at 6080 Bird RD Suite #10 Miami FL 33155 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 9.817.155, F.S.


Faustino J. Rodriguez, Incorporator

01/06/17
Date