

2/22/2017

Division of Corporations

**N17000000/992**

Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Wynwood Theater and Arts, Inc.**

Certificate of Status	0
Certified Copy	1
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Help

**V HERRING**

**FEB 23 2017**

**COVER LETTER**

H17000050308 3

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

**SUBJECT:** Wynwood Theater and Arts, 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:** Cheyenne Moseley, LegalZoom.com, Inc.

Name (Printed or typed)

101 N. Brand Blvd, 10th Floor

Address

Glendale, CA 91203

City, State & Zip

323.962.8600 x 7625

Daytime Telephone number

onlinefilings@legalzoom.com

E-mail address: (to be used for future annual report notification)

**NOTE:** Please provide the original and one copy of the articles.

H17000050308 3

To: Customer Service Page 2 of 3

2017-02-21 20:29:57 (GMT)

19542060747 FROM CARMEN MERLINO

**ARTICLES OF INCORPORATION**  
In compliance with Chapter 617, F.S., (Not for Profit)

2017 FEB 22 AM 10:25

**ARTICLE I NAME**

The name of the corporation shall be: Wynwood Theater and Arts, Inc.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**ARTICLE II PRINCIPAL OFFICE**

Principal street address  
4308 Alton Road, Suite 860  
Miami Beach, Florida 33140

Mailing address, if different is:

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

Please see attached

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed:

The method by which the directors of the corporation are elected or appointed will be stated in the bylaws.

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: Cecilia Carmen Merlino, P. D.  
Address: 4308 Alton Road, Suite 860  
Miami Beach, Florida 33140

Name and Title: Christopher Merlino, S. D.  
Address: 4308 Alton Road, Suite 860  
Miami Beach, Florida 33140

Name and Title: Erica Merlino, T. D.  
Address: 4308 Alton Road, Suite 860  
Miami Beach, Florida 33140

Name and Title:  
Address:

Name and Title:  
Address:

Name and Title:  
Address:

**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Cecilia Carmen Merlino  
Address: 4308 Alton Road, Suite 860  
Miami, Florida 33140

**ARTICLE VII INCORPORATOR**

The name and address of the incorporator is:

Name: Cheyenne Moseley, LegalZoom, Inc.  
Address: 9900 Spectrum Drive  
Austin, TX 78717

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

Cecilia Carmen Merlino

2/21/2017

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

Cheyenne Moseley, LegalZoom, Inc., Assist. Secretary

2/22/17

Date

**H17000050308 3**

**Attachment to**  
**Articles of Incorporation of**  
**Wynwood Theater and Arts, Inc.**

Said organization 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 the section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The business activity for said organization is as follows: The charity will provide arts education and a venue for local artists to perform and exhibit works. Yearly scholarship will be given to a selected artist to further education.

No part of the net earnings of this organization 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 herein. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this 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 this document, 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.

Upon the dissolution of this corporation, assets remaining shall be distributed for one or more exempt purposes within the meaning of 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 by a Court of Competent Jurisdiction of the county in which the principal office of the organization 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.

**H17000050308 3**