

N17000005906

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

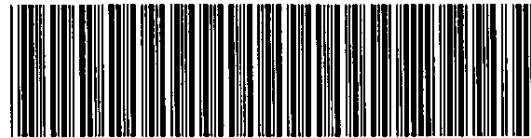
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400299629624

06/02/17--01016--002 **70.00

FILED
17 JUN -2 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06/05/17

COVER LETTER

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

SUBJECT: Heal the Earth through the 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: Romy B. Jurado

Name (Printed or typed)

12955 Biscayne Blvd, Suite 328

Address

North Miami, Florida 33181

City, State & Zip

305-921-0440

Daytime Telephone number

romy@jflawfirm.com

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

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

FILED
17 JUN -2 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF
INCORPORATION
OF
HEAL THE EARTH THROUGH THE ARTS, INC
A FLORIDA NOT-FOR-PROFIT CORPORATION

The undersigned persons, acting as incorporators of a corporation not-for-profit under the Florida Not-for-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following articles of incorporation for the corporation:

ARTICLE I.
NAME

Section 1.01 The name of the corporation is Heal the Earth through the Arts, Inc. (the "Corporation")

ARTICLE II.
DURATION

Section 2.01 The corporation shall have perpetual duration.

ARTICLE III.
PURPOSES AND POWERS

Section 3.01 The corporation is a not-for-profit corporation. The purposes for which the corporation is organized are:

- (a) The general purpose of this corporation is to operate 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, or the corresponding section of any future federal tax code.
- (b) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene by publication or distribution of any statements in any political campaign on behalf of any candidate for public office.

ARTICLE IV.
BOARD OF DIRECTORS

Section 4.01 The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and

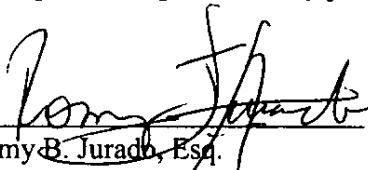
other rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be as regulated in the bylaws.

ARTICLE V. REGISTERED AGENT

Section 5.01 The street address of the initial registered office of the corporation is 12955 Biscayne Boulevard, Suite 328, North Miami, Florida 33181, City of North Miami, County of Miami-Dade, State of Florida. The name of its initial registered agent at that address is Romy B. Jurado.

Acceptance of Appointment

Romy B. Jurado, Esq. hereby accepts the appointment of Registered Agent in the State of Florida for Heal the Earth through the Arts, Inc. I understand that as agent for the Corporation, it will be my responsibility to receive service of process in the name of the Corporation; to forward all mail to the Corporation; and to immediately notify the Office of the Secretary of State in the event of my resignation, or of any changes in the registered office of the Corporation for which I am agent. I further agree to comply with the provisions of all statutes to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Romy B. Jurado, Esq.
Registered Agent

ARTICLE VI. DIRECTORS

Section 6.01 The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be not less than three; provided, however, that that number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

Section 6.02 The powers, duties, qualifications, terms of office, manner of election, time and criteria for removal of directors shall be as set forth in the Bylaws of the Corporation.

Section 6.03 Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board. Any action taken by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or

other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaw of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

Section 6.04 The names and residential addresses of the persons who are to serve as the initial directors are:

NAME	ADDRESS
Dr. Alimorad Farshchian	1001 NE 125 th Street North Miami, Florida 33161
Nia Ghavami	1001 NE 125 th Street North Miami, Florida 33161
Wilson Demenezes	1001 NE 125 th Street North Miami, Florida 33161

ARTICLE VII. INCORPORATOR

Section 7.01 The name and address of the incorporator of the Corporation is: Romy B. Jurado, Esq. 12955 Biscayne Boulevard, Suite 328, North Miami, Florida 33181.

ARTICLE VIII OFFICERS

Section 8.01 The board of directors shall elect the following officers: President and Vice-President, and any other officers which the bylaws of this corporation authorize the directors to elect. Initially, officers shall be elected at the first annual meeting of the board of directors. Until that election is held, the following persons shall serve as corporate officers: Dr. Alimorad Farshchian as President, Nia Ghavami as Vice-President, and Wilson Demenezes as Vice-President.

ARTICLE IX. LIMITATIONS

Section 9.01 Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Not-for-Profit Corporation Act described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

ARTICLE X. PLACE OF BUSINESS

Section 10.01 The address of the initial principal place of business of the Corporation shall be 1001 NE 125th Street, North Miami, Florida 33161. No part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual.

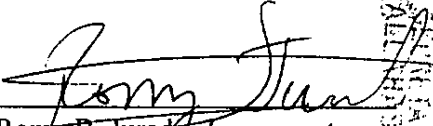
ARTICLE XI. DISSOLUTION

Section 11.01 Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under 26 U.S.C.A. § 501(c)(3), or corresponding provisions of any subsequent federal tax laws.

ARTICLE XII. AMENDMENTS

Section 12.01 Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of the majority of the directors then in office.

I, the undersigned, being the incorporator of this corporation, for the purpose of forming this not-for-profit charitable corporation under the laws of Florida, have executed these articles of incorporation on May 24th, 2017.


Rommy B. Jurado, Incorporator

FILED
CLERK OF CIRCUIT COURT
JULY 17 2017
TALLAHASSEE, FLORIDA

17 JUN -2 PM 12:07