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RECEIVED
17 OCT -2 AM 8:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

W17-073107

10/3/17

LAW OFFICE OF
Victoria E. Brieant

4000 Ponce de Leon Boulevard, Suite 470

Coral Gables, FL 33146

Telephone: 305-421-7200

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<http://brieantlaw.com>

VICTORIA E. BRIEANT
victoria@brieantlaw.com

*Admitted to Practice in Florida,
California and New York*

August 31, 2017

Florida Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation for Miami International Rowhouse, Inc.

Dear Sir/Madam:

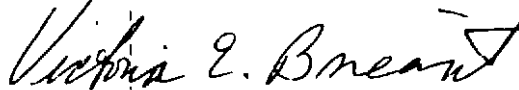
Enclosed please find the original Articles of Incorporation for Miami International Rowhouse, Inc., which is a not-for-profit corporation.

Also enclosed is a check in the amount of \$78.75, which includes the \$35.00 filing fee; \$35 Registered Agent Designation, and \$8.75 for a certified copy.

Please contact me with any questions.

Thank you for your assistance.

Very truly yours,



Victoria E. Brieant



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 7, 2017

VICTORIA BRIEANT
4000 PONCE DE LEON BLVD., STE. 470
CORAL GABLES, FL 33146

SUBJECT: MIAMI INTERNATIONAL ROWHOUSE, INC.
Ref. Number: W17000073107

We have received your document for MIAMI INTERNATIONAL ROWHOUSE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

The document number of the name conflict is L16000220289.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Thomas Chang
Regulatory Specialist II
New Filing Section

Letter Number: 217A00018493

LAW OFFICE OF
Victoria E. Brieant

4000 Ponce de Leon Boulevard, Suite 470

Coral Gables, FL 33146

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VICTORIA E. BRIEANT
victoria@brieantlaw.com

*Admitted to Practice in Florida,
California and New York*

September 20, 2017

Florida Department of State

Division of Corporations

Corporate Filings

P.O. Box 6327

Tallahassee, Florida 32314

W17 6000 73107

Re: Articles of Incorporation for Miami International Rowhouse, Inc.

Dear Sir/Madam:

I spoke with someone in the Department, who informed me that the name Miami International Rowhouse, Inc. is not available because it conflicts with an existing entity, Miami International Rowhouse, LLC.

The same individuals are involved in both entities.

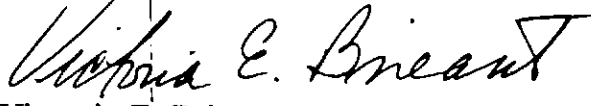
Miami International Rowhouse, LLC has now been dissolved, effective September 20, 2017.

Please process our request to file articles of incorporation and create Miami International Rowhouse, Inc.

Please contact me with any questions.

Thank you for your assistance.

Very truly yours,


Victoria E. Brieant

**ARTICLES OF INCORPORATION
OF
MIAMI INTERNATIONAL ROWHOUSE, INC.,
a Florida Not-For-Profit Corporation**

17 OCT -2 AM 8:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I: NAME

The name of the Corporation is:

MIAMI INTERNATIONAL ROWHOUSE, INC.

ARTICLE II: PLACE OF BUSINESS

The principal place of business and mailing address is:

2293 SW 24th TERRACE
MIAMI, FL 33145

ARTICLE III: POWERS

This Corporation shall have all powers provided for in Chapter 617 Corporation Not For Profit of the Florida Statutes.

ARTICLE IV: PURPOSES

1. The Company is organized exclusively for charitable and educational purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, including:
 - a. developing skilled amateur rowers to compete locally, nationally, and internationally;
 - b. Promoting youth rowing, including offering instructional programs and competitive opportunities;
 - c. Promoting adaptive rowing for people with disabilities to make rowing accessible to a community of people with varied gifts and abilities, including offering instructional programs;
 - d. Promoting rowing to Servicemembers and veterans and their families, including offering instructional and therapy programs;
 - e. Educating the public on the benefits and techniques of rowing;

- f. Fostering a community in South Florida for the sport of rowing;
 - g. Cultivating excellence in performance;
 - h. Providing such services as will promote these purposes, and to stimulate public sentiment and support for these ends; and
 - i. Conducting all other activities as shall from time to time be found appropriate in connection with these purposes and as are lawful for not-for-profit corporations.
2. The Company has all the general and specific powers and rights granted to and conferred on a not-for-profit corporation under the laws of the State of Florida, including, without limitation, the powers specifically enumerated in Section 617.0302, and 617.0303, Florida Statutes.

ARTICLE V: TERM OF EXISTENCE

The length of time for which the corporation shall exist shall be perpetual.

ARTICLE VI: MEMBERSHIP

The membership of this Corporation shall consist of such persons as, from time to time, may become members in the manner provided in the By-Laws.

ARTICLE VII: DIRECTORS

1. The manner in which Directors are elected or appointed shall be as set forth in, and regulated by, the Bylaws of the Corporation.
2. The Initial Directors shall be:

FRANCISCO VIACAVA
2293 SW 24TH TERRACE
MIAMI, FLORIDA 33145

JORGE MORA
2293 SW 24TH TERRACE
MIAMI, FLORIDA 33145

CHRIS SAHS
2293 SW 24TH TERRACE
MIAMI, FLORIDA 33145

JOSE ANTONIO RUIZ
2293 SW 24TH TERRACE
MIAMI, FLORIDA 33145

ANTHONY TOUZARD
2293 SW 24TH TERRACE
MIAMI, FLORIDA 33145

ARTICLE VIII: OFFICERS

1. The manner in which Officers are elected or appointed shall be as set forth in, and regulated by, the Bylaws of the Corporation.
2. The Initial Officers shall be:

Title: President
FRANCISCO VIACAVA
2293 SW 24TH TERRACE
MIAMI, FLORIDA 33145

Title: Vice President
JOSE ANTONIO RUIZ
2293 SW 24TH TERRACE
MIAMI, FLORIDA 33145

Title: Secretary
CHRIS SAHS
2293 SW 24TH TERRACE
MIAMI, FLORIDA 33145

Title: Vice President and Treasurer
JORGE MORA
2293 SW 24TH TERRACE
MIAMI, FLORIDA 33145

ARTICLE IX: BY-LAWS

The Board of Directors of the Corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes, and may amend, alter or rescind the By-Laws as they may deem necessary from time to time. The By-Laws, including any amendments thereto or their rescission, shall be approved by a majority vote by ballot of the voting membership of the club at a regular meeting or special meeting called for such purpose.

ARTICLE X: AMENDMENTS

These Articles of Incorporation may be amended as provided in the By-Laws.

ARTICLE XI: RESTRICTIONS ON ACTIVITIES

1. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that this 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 these articles.

2. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), 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.

3. 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.

4. All references to sections of the Internal Revenue Code shall include such sections as of the date hereof, and the corresponding section of any future federal tax code.

Notwithstanding any other provision of these articles, the Company is organized exclusively for one or more exempt purposes specified in Section 501(c)(3) of the Internal Revenue Code, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income taxation under Section 501(c)(3) of the Code and the regulations promulgated thereunder as they now exist or as they may hereafter be amended.

ARTICLE XII: PARLIAMENTARY AUTHORITY

The corporation shall be governed by Robert's Rules of Order Revised which may be augmented by Robert's Parliamentary Law except in such cases as these parliamentary works may be in conflict with the corporation's by-laws.

ARTICLE XIII: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV: INDEBTEDNESS

The corporation shall not be limited in the amount of indebtedness to which it may subject itself, provided, however, that any indebtedness secured by a mortgage on property owned by the corporation shall be ratified by the general membership at a meeting called for such purpose.

[INTENTIONALLY LEFT BLANK]

ARTICLE XV: REAL ESTATE

The corporation shall not be limited in the value of the real estate which it may hold, provided, however, that any purchase or sale of real estate shall be approved by a majority vote by ballot of the voting membership of the club at a special meeting called for such purpose.

ARTICLE XVI: DISSOLUTION

1. Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation, 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.

2. 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 XVII: REGISTERED AGENT DESIGNATION AND ACCEPTANCE

1. The name and Florida street address of the registered agent is:

VICTORIA E. BRIEANT
LAW OFFICE OF VICTORIA E. BRIEANT, P.A.
4000 PONCE DE LEON BOULEVARD, SUITE 470
CORAL GABLES, FLORIDA 33146

2. I certify that I am familiar with and accept the responsibilities of registered agent.

By: /s/ Victoria E. Brieant/
Victoria E. Brieant

Victoria E. Brieant

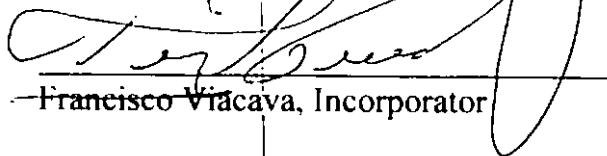
ARTICLE XVIII: INCORPORATOR

1. The name and address of the Incorporator is:

FRANCISCO VIACAVA
2293 SW 24TH TERRACE
MIAMI, FLORIDA 33145

17 OCT - 2 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that 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. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.


Francisco Viacava, Incorporator

17 OCT -2 AM 8:45
SECRET
TALLAHASSEE FLORIDA