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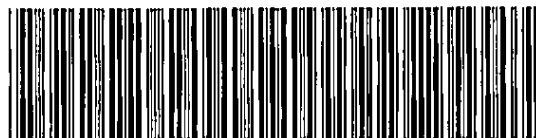
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 09 2018

COVER LETTER

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

SUBJECT: Miamians for an Independent and Accountable Mayor's Initiative, 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: Jennifer S. Blohm, Esq.

Name (Printed or typed)

P.O. Box 1547

Address

Tallahassee, FL 32302

City, State & Zip

850-878-5212

Daytime Telephone number

jose@riescoandcompany.com

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

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SECRETARY OF STATE
TALLAHASSEE, FL 32310

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

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SECRETARY OF STATE
MIAMI ASSOCIATE

ARTICLES OF INCORPORATION
OF
MIAMIANS FOR AN INDEPENDENT AND ACCOUNTABLE MAYOR'S INITIATIVE
INC.

The undersigned, acting as the incorporator of this Corporation not for profit pursuant to Chapter 617, Florida Statutes, adopts the following articles of incorporation and states as follows:

ARTICLE I

Name, Principal Place of Business and Mailing Address

The name of the corporation is "Miamians for an Independent and Accountable Mayor's Initiative, Inc." The initial principal place of business and mailing address are: 2600 South Douglas Road, Suite # 900, Coral Gables, FL 33134.

ARTICLE II

Duration

The period of the duration of this corporation shall be perpetual unless dissolved in accordance with Florida law. Corporate existence shall commence upon filing with the Secretary of State.

ARTICLE III

Purposes

The purposes for which this corporation is created and maintained shall be exclusively for the promotion of social welfare and no activities which are not permitted by an organization exempt from taxation pursuant to Section 501(c)(4) of the Internal Revenue Code, as amended, shall be permitted.

The corporation shall have the following specific powers:

- (1) To educate and inform the citizens of Miami about the governing structure of the City of Miami, Florida;
- (2) To work with local government on policies to optimize the governing structure of the City of Miami;
- (3) To gather, analyze and disseminate data and public opinion research needed to assist in the development and advancement of legislation and policies;
- (4) To serve as a core organization to bring together citizens and representatives of other organizations which have the common goals stated above;
- (5) To conduct fundraising activities for the production of revenues adequate to carry out the purposes of the corporation;
- (6) To register as a political committee pursuant to Chapter 106, Florida Statutes to support issues and referendums related to the purposes of the corporation;
- (7) To exercise powers permitted by Florida law for a corporation not for profit;
- (8) To conduct such other related activities permitted to be conducted by an organization exempt from taxation pursuant to Section 501(c)(4) of the Internal Revenue Code, as amended.

ARTICLE IV **Restrictions**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons; provided, however, the corporation shall be authorized and empowered to pay reasonable compensation for services rendered by directors, officers, members and other private citizens and to make payments and

distributions in furtherance of the purposes set forth in Article III, hereof and to pay or reimburse the reasonable expenses of fundraising or incurred in carrying out the objectives of the corporation.

ARTICLE V
Members

The corporation shall have no members. The Board of Directors shall manage the business and affairs of the corporation.

ARTICLE VI
Resident Office and Agent

The street address and city of the registered office of the corporation is:

2600 South Douglas Road
Suite #900
Coral Gables, FL 33134

The name of the initial registered agent at such address is Jose Riesco.

ARTICLE VII
Board of Directors

The number of persons constituting the Board of Directors of the corporation shall be established in the by-laws, but shall not be less than three (3). The by-laws shall provide the process for the selection of Directors; provided, however, the initial Directors of the corporation shall be appointed by the incorporator.

There shall be no limit on the number of terms a Board member may serve unless provided otherwise in the by-laws. The term of office of Board members shall be stated in the by-laws. The Board of Directors may authorize reimbursement of expenses incurred by Board

members in conjunction with the corporation's business or other approved activities directly related to the corporation's purposes.

Nothing herein shall be construed to preclude any Director from serving the corporation in any other capacity and receiving additional compensation therefore.

The by-laws may provide for an Executive Committee of the Board. The Board of Directors may establish other committees as may from time to time be determined necessary and appoint the membership on such committees.

ARTICLE VIII **Officers**

The corporation shall have at least the following Officers – President/Chair and Treasurer – and such other Officers as may be provided for in the by-laws. The manner of selection of Officers also shall be provided for in the by-laws; provided, however, the initial officers shall be appointed by the incorporator.

ARTICLE IX **Indemnification of Officers and Directors**

Officers and Directors shall be indemnified by the corporation against all expenses and liabilities, including attorney's fees, including any incurred in appellate proceedings, reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office as provided in the by-laws. The corporation may purchase and maintain insurance on behalf of all Officers and Directors against any such liability asserted against them or incurred by them in their capacity as Officers and Directors or arising out of their status as such.

ARTICLE X
Non-Stock Basis

This corporation is organized on a non-stock basis.

ARTICLE XI
Dissolution

In the event of dissolution of this corporation, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future United States Internal Revenue law or to the federal, state or local government to be used for exclusively public purposes.

ARTICLE XII
Amendments

These Articles of Incorporation may be amended by majority vote of the Directors as provided in Section 617.1002(1)(b), Florida Statutes, at a meeting called for such purpose.

ARTICLE XIII
Incorporator

The name and address of the original incorporator of this corporation are as follows:

Jose Riesco
2600 South Douglas Road
Suite #900
Coral Gables, FL 33134

IN WITNESS WHEREOF, 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 in Section 817.155, Florida Statutes.


JOSE RIESCO
INCORPORATOR

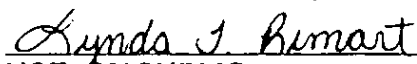
VERIFICATION

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 01 day of March, 2018, by Jose Riesco, who is ☒ personally know to me or ☐ has produced satisfactory evidence of identification.

WITNESS my hand and seal in the County and State named above on this 01 day of March, 2018.

My Commission Expires: June 26, 2021


NOTARY PUBLIC

Notary Public: Lynda T. Rimart
Printed Name

(Type of Identification Produced: _____)




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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Jose Riesco, the Registered Agent named in the foregoing Articles of Incorporation, by the execution of this acceptance, does hereby agree to accept service of process for the above stated corporation at the place designated in this certificate, is familiar with and accepts the appointment as registered agent and agrees to act in this capacity and to maintain normal business hours at the following address: 2600 South Douglas Road, Suite #900, Coral Gables, FL 33134.

Jose Riesco



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TALLAHASSEE, FLORIDA